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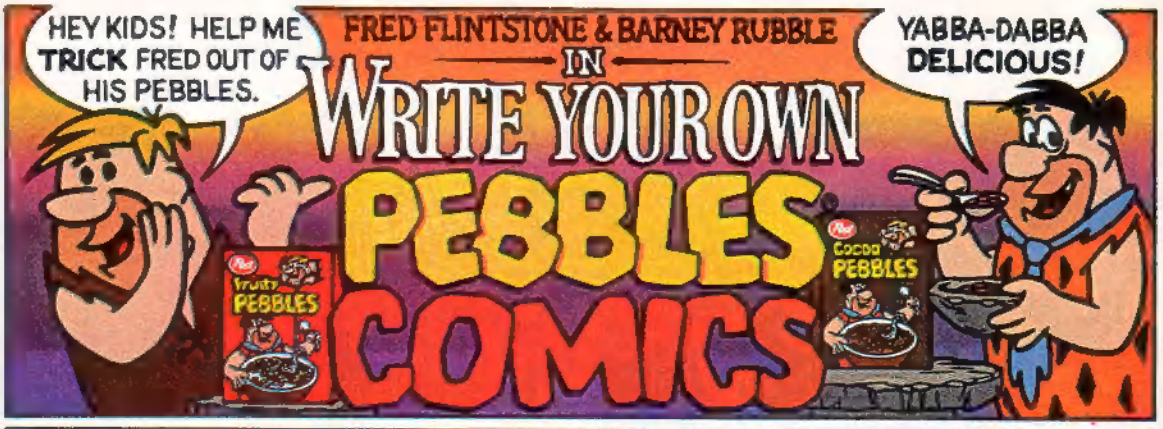
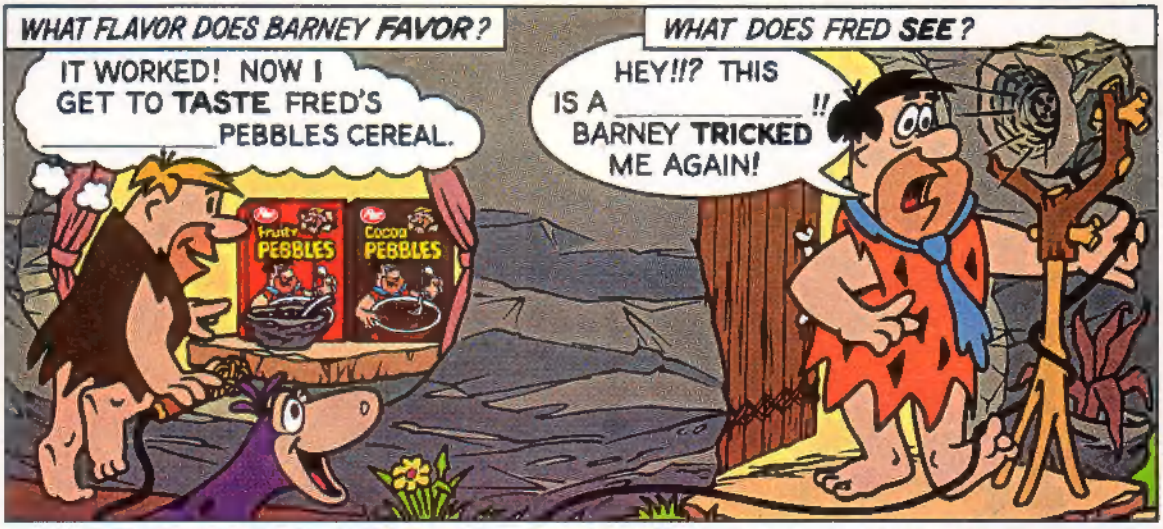
MARVEL
SPECIAL GUEST STARS: THE MADBALLS!!
Care Bears
YICH!
WHAT STRANGE CREATURES!!!
STAR! THE NEW WORLD IN THE MARVEL UNIVERSE!
IT'S THE MEETING OF THE CENTURY! (WOULD YOU BELIEVE...THE MONTH?)


HEY KIDS! HELP ME TRICK FRED OUT OF HIS PEBBLES.
FRED FLINTSTONE & BARNEY RUBBLE IN
WRITE YOUR OWN PEBBLES COMICS
YABBA-DABBA DELICIOUS!
Fruity PEBBLES
Cocoa PEBBLES


WHAT FLAVOR DOES BARNEY FAVOR?
IT WORKED! NOW I GET TO TASTE FRED'S _____ PEBBLES CEREAL.
WHAT DOES FRED SEE?
HEY!!? THIS IS A _____ !! BARNEY TRICKED ME AGAIN!
Fruity PEBBLES
Cocoa PEBBLES

HOW DOES BARNEY SAY IT TASTES?
>CHOMP CHOMP< MMM! PEBBLES CEREAL TASTES YABBA-DABBA _____ !!
WHAT IS BARNEY'S LAST NAME?
AH-HA!! MORE BIG TROUBLE FROM BARNEY _____ !!
Fruity PEBBLES
Cocoa PEBBLES
GENERAL FOODS

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Care Bears
GUEST STARRING... THE MADBALLS IN: "BALL BEARINGS"
IS THE WEATHER REPORT ON, YET, FUNSHINE BEAR?
RIGHT AFTER THE NEWS, TENDERHEART!
AND SO, WITH THE HELP OF THOSE BRAVE AND SMART MADBALLS, POLICE CAPTURED THE ESCAPED CONVICT!
YUCK!! THESE MADBALLS ARE GROSS!

MICHAEL GALLAGHER	HOWARD POST	ROBERTA GOLDMAN	RICK PARKER	GEORGE ROUSSOS	SID JACOBSON	TOM DEFALCO
WRITER	PENCILER	INKER	LETTERER	COLORIST	EDITOR	EDITOR IN CHIEF

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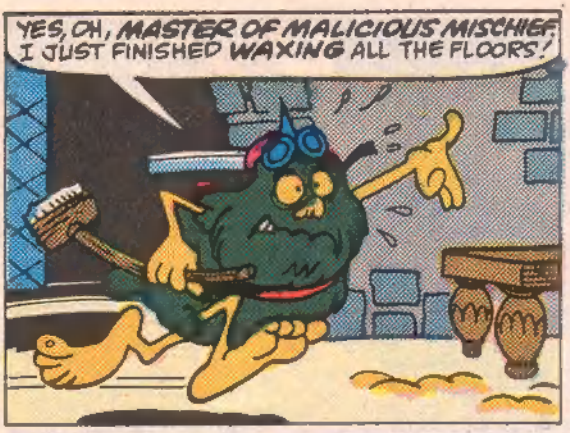
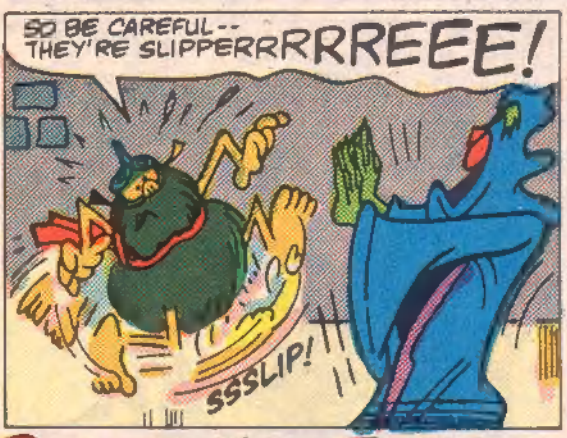
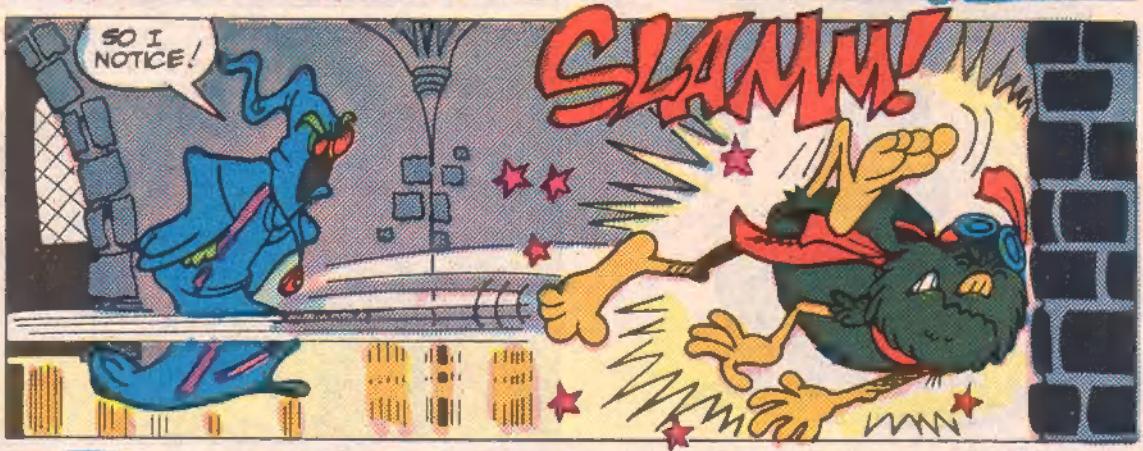
POSTMASTER: SEND ADDRESS CHANGES TO CARE BEARS, 387 PARK AVENUE SOUTH, 9TH FLOOR, NEW YORK, N.Y. 10016.

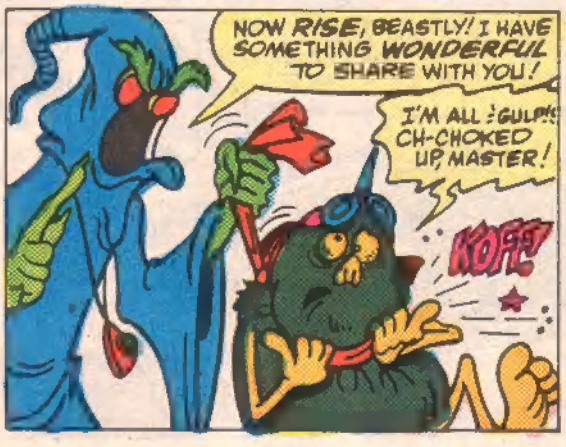
NOW, NOW, GRUMPY BEAR! YOU KNOW BETTER THAN TO JUDGE SOMEONE BY HIS APPEARANCE!
I GUESS YOU'RE RIGHT, TENDERHEART! THANKS FOR THE COCOA!
HERE COMES THE WEATHERMAN!
...AND NOW, THE FORECAST--WITH DON DRIZZLE!
A FAST-MOVING COLD FRONT IS PUSHING THE GULFSTREAM IN A COUNTER-CLOCKWISE DIRECTION WHICH WILL PULL IN A RIDGE OF LOW PRESSURE!
H
L
WHAT DOES THAT MEAN IN PLAIN ENGLISH?!
IT MEANS IT'LL BE A NICE, CALM DAY, CARE BEARS!
WELL, I DISAGREE!
MY FOOT HURTS!
AND THAT MEANS RAIN FOR SURE!
YOUR FOOT ALWAYS HURTS, GRUMPY!
I THINK THE WEATHERMAN'S RIGHT!
THERE'S ONLY ONE STORM CLOUD AND IT'S MOVING AWAY FAST!
BUT A CLOSER LOOK AT ONE STORM CLOUD..
...WOULD SHOW IT HIDING A DARK AND SINISTER CASTLE!
KRA-AKK!

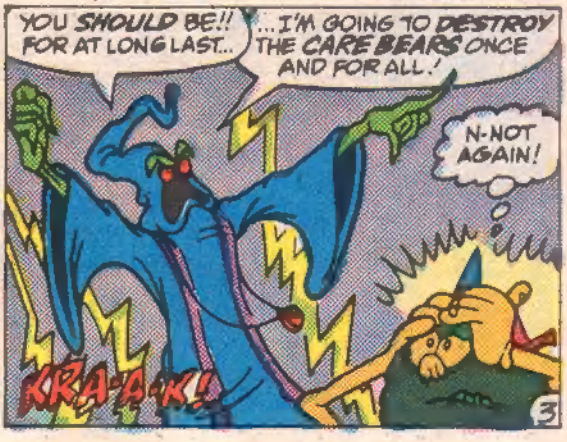
THE HOME, IN FACT, OF THE EVIL NO-HEART!
ITS WALLS TREMBLE EVEN NOW AS NO-HEART BELLOWS...
BEASTLY!

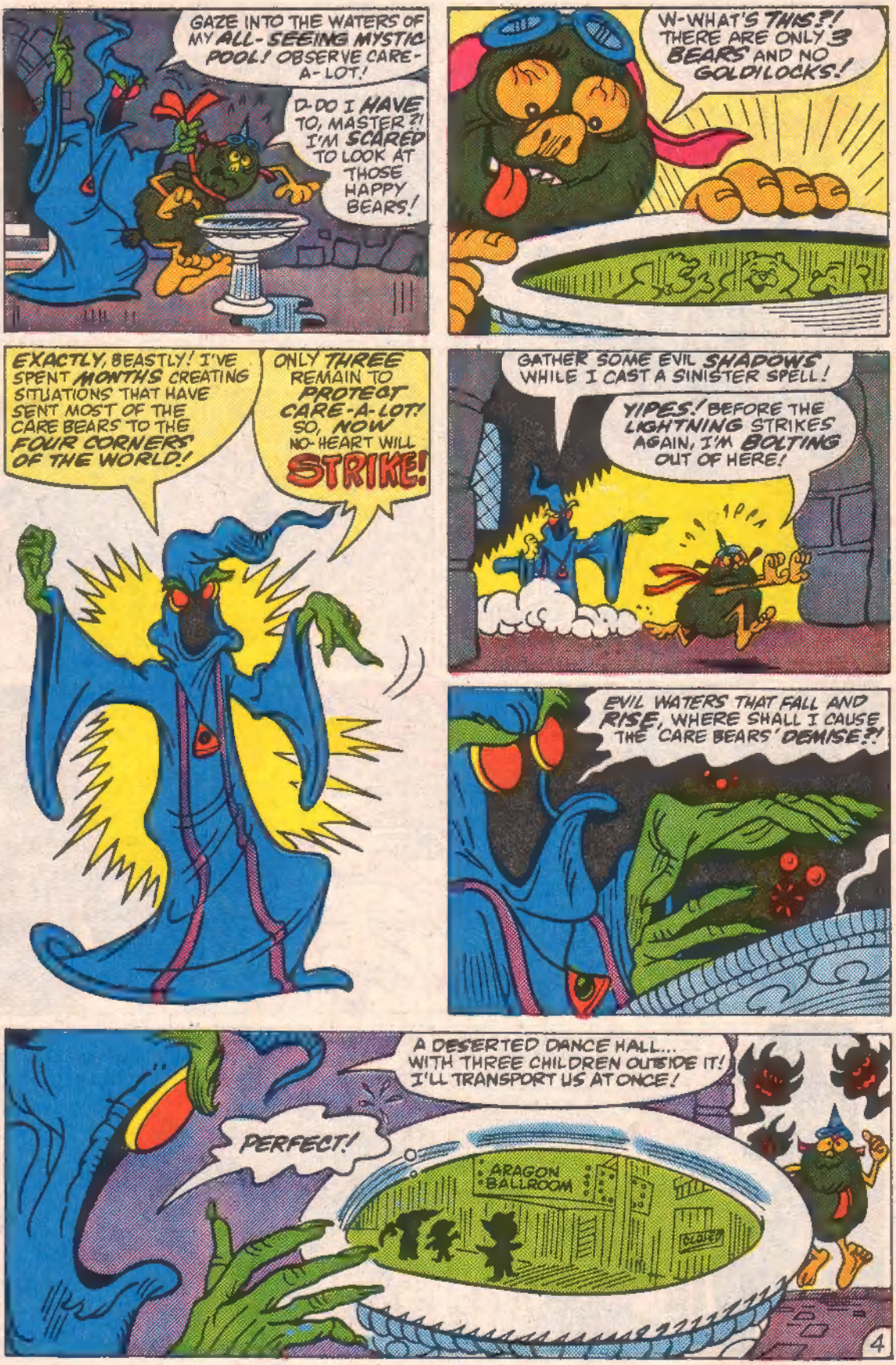

YES, OH, MASTER OF MALICIOUS MISCHIEF I JUST FINISHED WAXING ALL THE FLOORS!


SO BE CAREFUL -- THEY'RE SLIPPERRRRREEE!
SSSLIP!


SO I NOTICE!
SLAMM!


NOW RISE, BEASTLY! I HAVE SOMETHING WONDERFUL TO SHARE WITH YOU!
I'M ALL ! GULP! CH-CHOKED UP, MASTER!
KOFF!


YOU SHOULD BE!! FOR AT LONG LAST...
...I'M GOING TO DESTROY THE CARE BEARS ONCE AND FOR ALL!
N-NOT AGAIN!
KRA-A-K!


GAZE INTO THE WATERS OF MY ALL-SEEING MYSTIC POOL! OBSERVE CARE-A-LOT!
D-DO I HAVE TO, MASTER?! I'M SCARED TO LOOK AT THOSE HAPPY BEARS!
W-WHAT'S THIS?! THERE ARE ONLY 3 BEARS AND NO GOLDILOCKS!
EXACTLY, BEASTLY! I'VE SPENT MONTHS CREATING SITUATIONS THAT HAVE SENT MOST OF THE CARE BEARS TO THE FOUR CORNERS OF THE WORLD!
ONLY THREE REMAIN TO PROTECT CARE-A-LOT! SO, NOW NO-HEART WILL STRIKE!
GATHER SOME EVIL SHADOWS WHILE I CAST A SINISTER SPELL!
YIPES! BEFORE THE LIGHTNING STRIKES AGAIN, I'M BOLTING OUT OF HERE!
EVIL WATERS THAT FALL AND RISE, WHERE SHALL I CAUSE THE 'CARE BEARS' DEMISE?!
A DESERTED DANCE HALL... WITH THREE CHILDREN OUTSIDE IT! I'LL TRANSPORT US AT ONCE!
PERFECT!
ARAGON BALLROOM
CLOSED
4

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Please allow 6 to 8 weeks for delivery.

Order now...offer expires 12/31/87 or while quantities last! Offer good only in U.S.A.

Leaf

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(Enclose 2 wrappers for each kite ordered)		GRAND TOTAL	_____

If no choice is indicated, we'll choose for you.

Please send my Kite(s) to:

Name (please print) _____

Address _____

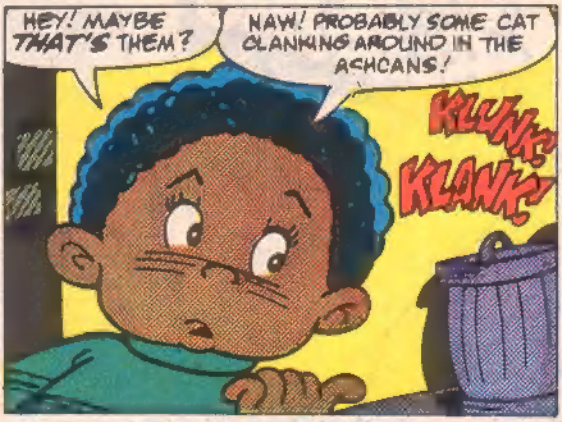
City _____ State _____ Zip _____

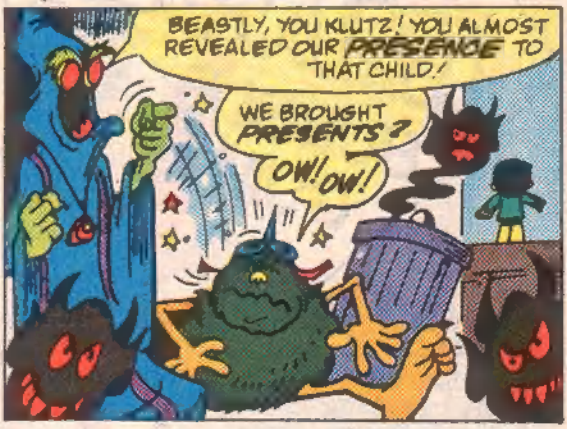
Send check or money order along with this order form to: **Leaf Bubble Gum Kite Offer, P.O. Box 353, Bunker Hill, IL 62014**

Offer good only in U.S.A.
Please allow 6 to 8 weeks for delivery.
Offer expires 12/31/87 or while quantities last.

AND, BACK DOWN ON EARTH, AT THE ABANDONED ARAGON BALLROOM...
ARAGON BALLROOM

THIS IS RIDICULOUS! THE MADBALLS SAID THEY'D BE HERE A HALF HOUR AGO, LYNN!
BALLROOM
YOU SAID IT, TOMMY! I WON'T STAND FOR BEING STOOD UP! WHAT TIME IS IT, TYRONE?
I DON'T KNOW! THE LAST TIME ONE OF THE MADBALLS LOOKED AT MY WATCH, IT STOPPED!
KLANG!


HEY! MAYBE THAT'S THEM?
NAW! PROBABLY SOME CAT CLANKING AROUND IN THE ASHCANS!
KLUNK! KLANK!


BEASTLY, YOU KLUTZ! YOU ALMOST REVEALED OUR PRESENCE TO THAT CHILD!
WE BROUGHT PRESENTS?
OW! OW!

NOW FLY, MY EVIL SHADOWS! TERRORIZE THOSE CHILDREN, SO THE CARE BEARS WILL COME TO THE RESCUE AND-- HEH-HEH! TO THEIR DOOM!

ARE YOU SURE THEY'RE NOT IN THE ALLEY? I THOUGHT I HEARD SOMETHING!
YIKES! THERE IS SOMETHING COMING OUT OF THE ALLEY!

RUN FOR IT, GANG!!

BUT... OMIGOSH! WE'RE CORNERED!
WAIT-- LOOK! UP IN THE SKY! BIRDS!
PLANES... HUNKS OF SKYLAB... IT'S--

Be a Big-Orange-Big-Shot with TANG

BRAND BREAKFAST BEVERAGE CRYSTALS

Get all of this big orange stuff when you collect the labels on jars of TANG.

See order form below for label and purchase requirements.

Actual items may vary slightly from those shown.
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BIG-ORANGE-BIG-SHOT ORDER FORM

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2. **Tunes from TANG:** This hot AM/FM radio comes complete with headset. (Batteries not included.)
3. **T is for TANG:** Slide into this oversized orange T-shirt. One size fits all.
4. **Suspenders from TANG:** They're orange. They're adjustable. And they're a lot cooler than a belt.
5. **Brighten your life:** This pocketlight changes from a flashlight into a desklight and back again. (Batteries not included.)
6. **Ahead of your time:** Our big, orange digital pocketwatch even comes with its own chain.
7. **Headband or 8. Sweatbands:** Get one or both, no sweat.
9. **Sunglasses from TANG:** These hot shades are the coolest ones around.
10. **Stuck on TANG:** These big, orange stickers come in their own handy dispenser.
11. **Shoot the Hoops:** This orange soft-foam basketball and hoop set lets you be a big shot.
12. **SUPER BONUS FROM TANG:** LASER CHALLENGE™—the game of the future—can be yours at a big savings when you order at least one of the above items. Includes 1 light gun and 1 vest. (Batteries not included.)

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Kankakee, IL 60902

Name _____
(Please print)
Address _____
City _____ State _____ Zip _____

Offer void where prohibited, taxed or otherwise restricted. Allow 6-8 weeks for processing. Offer good only in U.S.A., Puerto Rico and U.S. Govt. installations. Order form may not be transferred, exchanged or sold, nor may it be reproduced or copied. Additional order forms are available by mail by writing: P.O. Box 5938, Kankakee, IL 60902, and will accompany orders fulfilled.

This Certificate must accompany your request.

ORDERS MUST BE RECEIVED BY DECEMBER 31, 1987.

ITEM	LABELS REQ.*	MONEY REQ.†	QTY.
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2. AM/FM Radio	2	7.25	
3. T-shirt	1	3.50	
4. Suspenders	1	2.75	
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6. Pocketwatch	1	3.75	
7. Headband	1	1.25	
8. Sweatbands (pr.)	1	1.25	
9. Sunglasses	1	2.25	
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11. Basketball Game	1	1.75	
SPECIAL OFFER WITH PURCHASE OF ONE OF THE ABOVE: 12. LASER CHALLENGE™	2	27.75	
TOTALS ENCLOSED			

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"IT'S OUR FRIENDS, THE MADBALLS!"
SCREAMIN' MEEMIE!
TOUCHDOWN TERROR
SOME CREATURES ARE THREATENING THE KIDS! THAT'S OUT OF BOUNDS!
EYE AGREE! LET'S DISPENSE OUR UNIQUE BRAND OF PUN-ISH-MENT!
...AND FISTFACE!
HEY, CREEP! NICE OF ME TO ARRANGE THIS RE-CEPTION, EH?
WWHOMP!
LEAVING SO SOON? I WOULDN'T HEAR OF IT!
LET'S PLAY! YOU BE CAPTAIN JOHN SMITH AND I'LL BE POKE-A-HONTAS!
6

[redacted] SPEAKING OF HEARING, HOW DO YOU LIKE MY SUPERSONIC SCREAM?!
SCREEEEE
INCREDIBLE! THOSE BIZARRE ORBS BALL-DOZED MY SHADOWS! I'D BETTER DISINTEGRATE THE SHADOWS AND LEARN MORE ABOUT THESE MADBALLS!
ZAP!
MEANWHILE, SCREAMIN' MEEMEE'S SHRIEK CARRIES ALL THE WAY TO CARE-A-LOT!
EEEEEE
C'MON, CARE BEARS! WHATEVER THAT [redacted] SOUND WAS, IT WASN'T MADE BY MAN OR BEAST!
RIGHT BEHIND YOU, FUNSHINE!
YOU'RE RIGHT, FUNSHINE! IT WAS MADE BY MADBALLS!
AND THEY DON'T LOOK TOO FRIENDLY!
REINFORCEMENTS, EH?
LET'S GET 'EM!
STOP!
7

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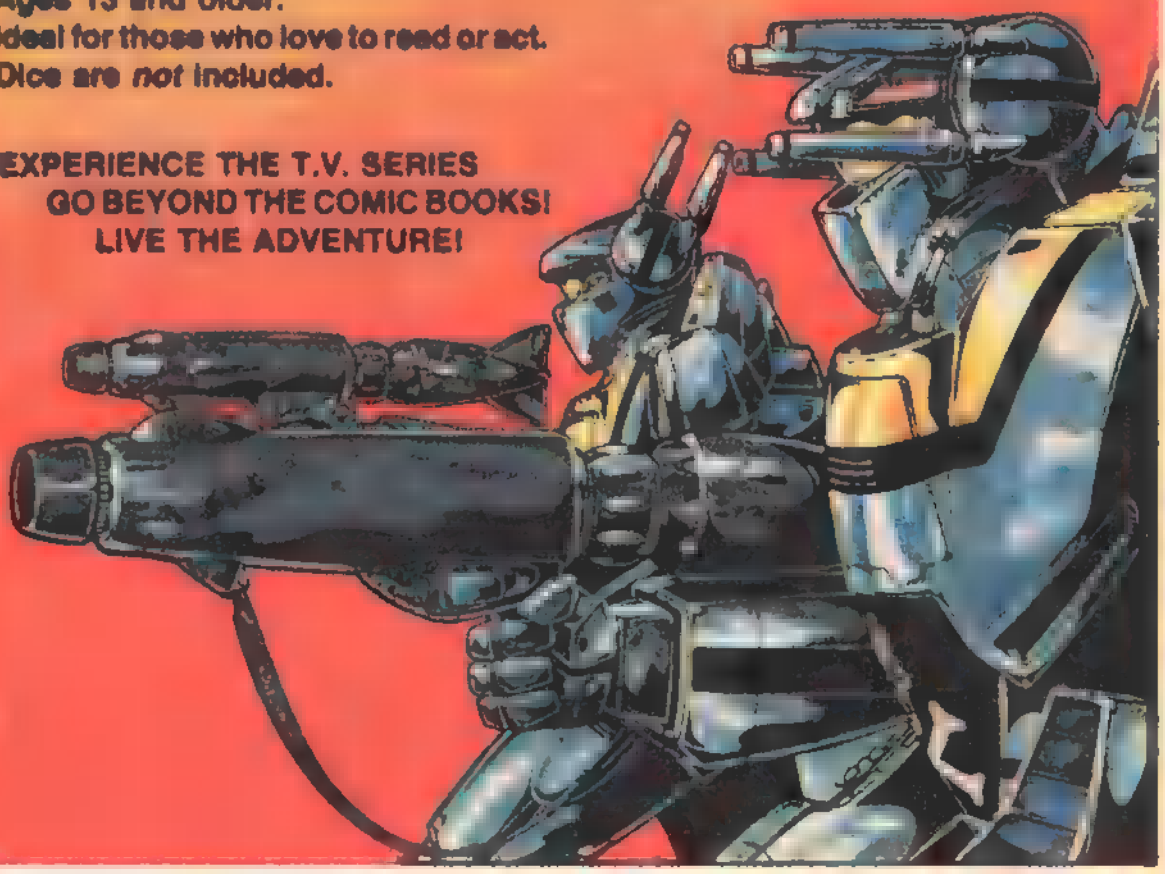

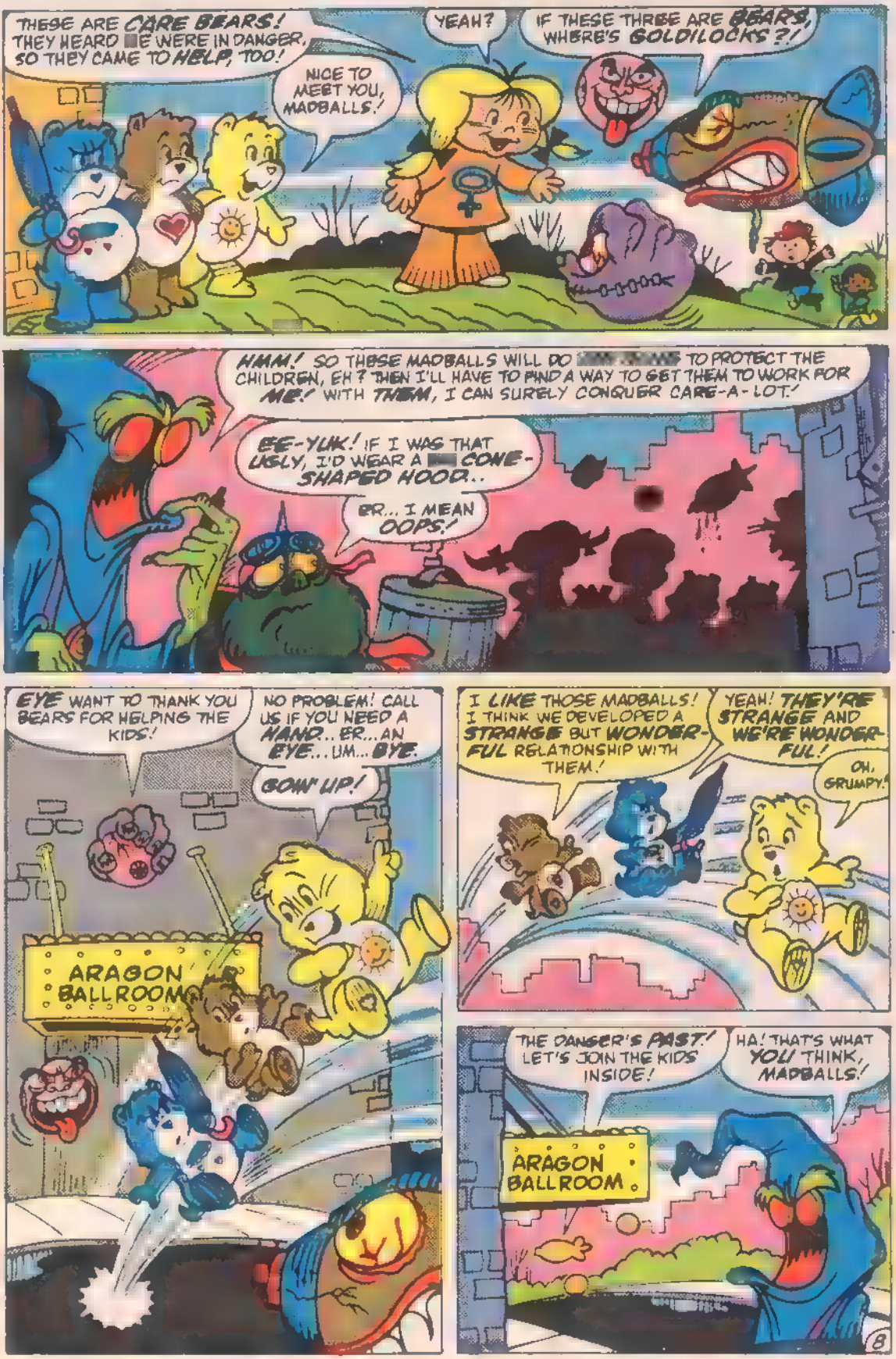
THESE ARE CARE BEARS! THEY HEARD [illegible]E WERE IN DANGER, SO THEY CAME TO HELP, TOO!
NICE TO MEET YOU, MADBALLS!
YEAH?
IF THESE THREE ARE BEARS, WHERE'S GOLDILOCKS?!
HMM! SO THESE MADBALLS WILL DO [illegible] TO PROTECT THE CHILDREN, EH? THEN I'LL HAVE TO FIND A WAY TO GET THEM TO WORK FOR ME! WITH THEM, I CAN SURELY CONQUER CARE-A-LOT!
EE-YUK! IF I WAS THAT UGLY, I'D WEAR A [illegible] CONE-SHAPED HOOD!..
ER... I MEAN OOPS!
EYE WANT TO THANK YOU BEARS FOR HELPING THE KIDS!
NO PROBLEM! CALL US IF YOU NEED A HAND.. ER... AN EYE... UM... BYE.
GOIN' UP!
ARAGON BALLROOM
I LIKE THOSE MADBALLS! I THINK WE DEVELOPED A STRANGE BUT WONDERFUL RELATIONSHIP WITH THEM!
YEAH! THEY'RE STRANGE AND WE'RE WONDERFUL!
OH, GRUMPY!
THE DANGER'S PAST! LET'S JOIN THE KIDS INSIDE!
HA! THAT'S WHAT YOU THINK, MADBALLS!
ARAGON BALLROOM

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George Brett
SECRETS of BASEBALL
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5
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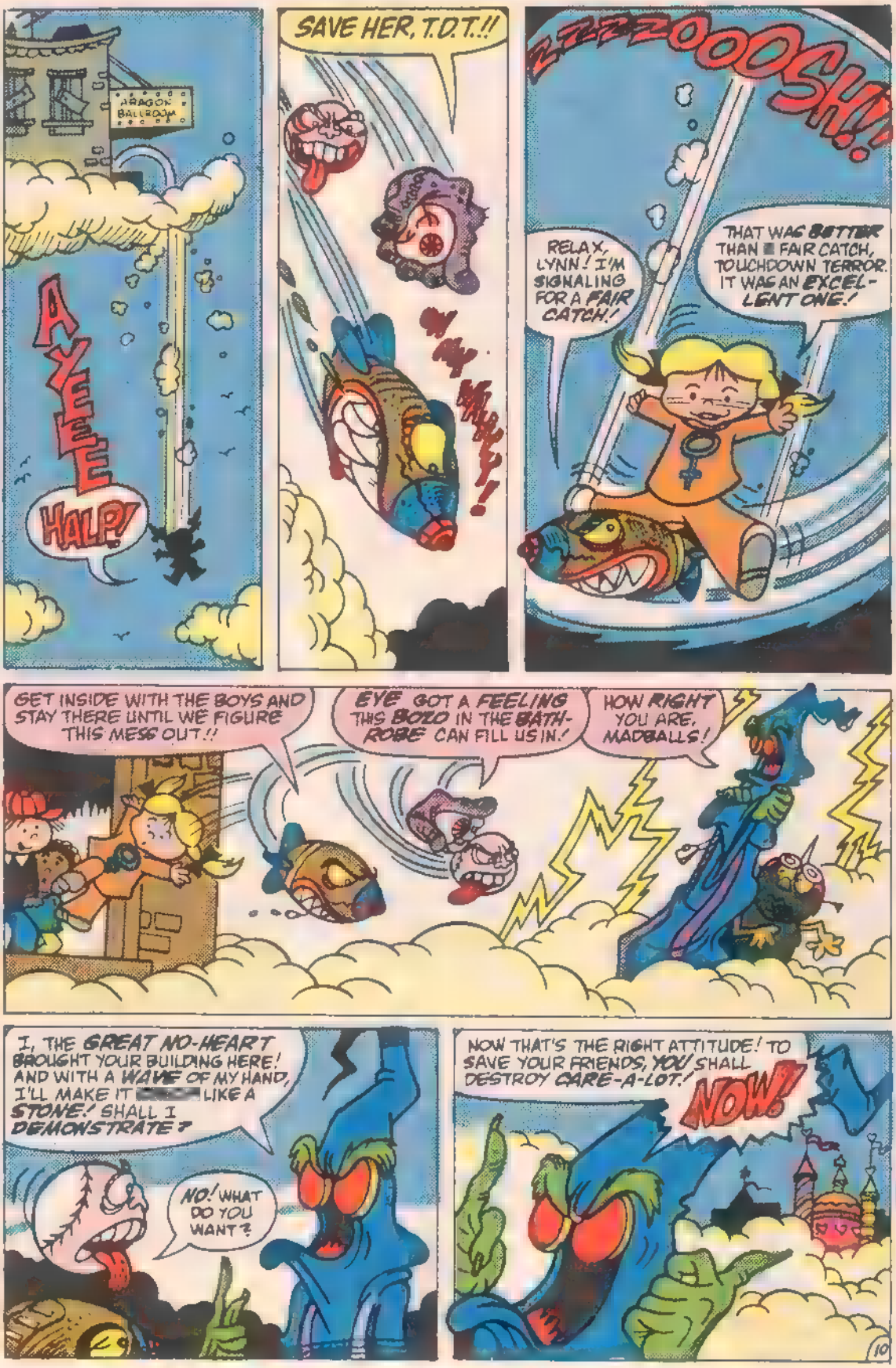
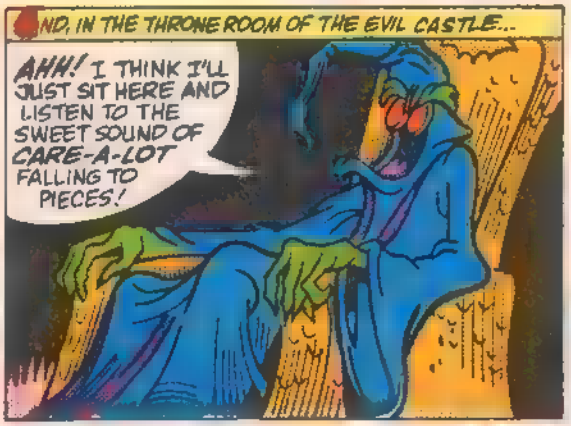
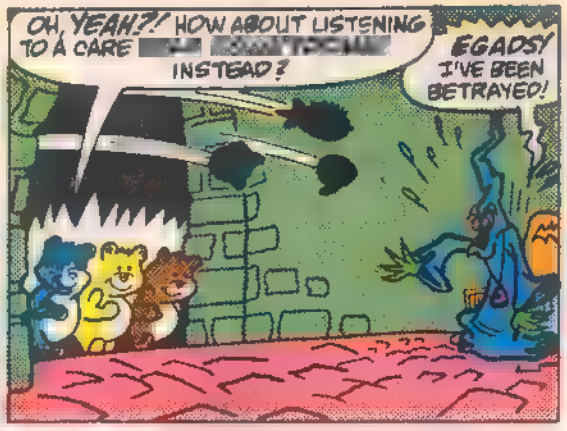
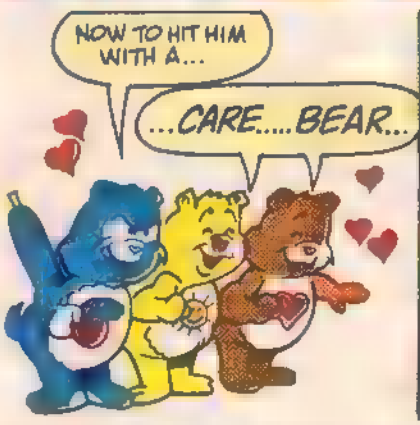
SPIRITS OF DARKNESS, WICKED AND PROUD! MOVE THIS BALLROOM TO MY THUNDERCLOUD!
ARAGON BALLROOM
INCREDIBLY, THE BUILDING BEGINS TO SHIMMER AND GLOW...
ARAGON BALLROOM
IN THE WINK OF AN EYE, IS TRANSPORTED SKYWARD TO NO-HEART'S EVIL CLOUD!
AWESOME, NO-HEART! DO THE CHILDREN AND MADBALLS KNOW WHAT YOU'VE DONE?!
RRUMMBBLE...
NO! BUT THEY'LL FIND OUT SOON ENOUGH
ARAGON BALLROOM
AND INSIDE...
I HEAR THUNDER! I BETTER BRING MY BIKE BEFORE IT RAINS!
EYE, EYE, LYNN!
LYNN STEPS ONTO WHAT SHE THINKS IS THE SIDEWALK...
9

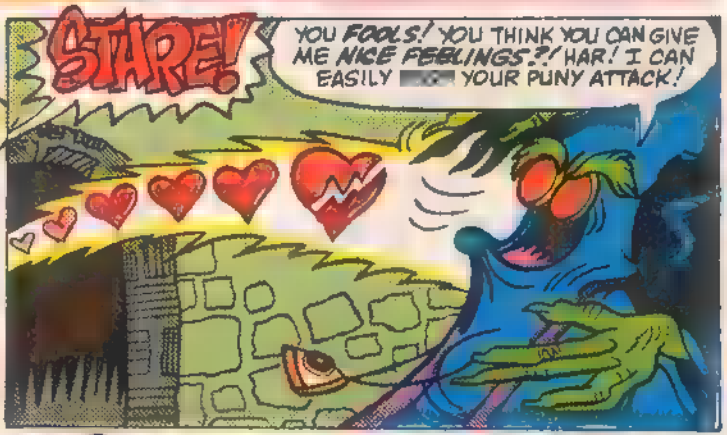

ARAGON BALLROOM
AYEEE
HALP!
SAVE HER, T.O.T.!!
ZZZZZOOOSH!!
RELAX, LYNN! I'M SIGNALING FOR A FAIR CATCH!
THAT WAS BETTER THAN A FAIR CATCH, TOUCHDOWN TERROR. IT WAS AN EXCELLENT ONE!
GET INSIDE WITH THE BOYS AND STAY THERE UNTIL WE FIGURE THIS MESS OUT!!
EYE GOT A FEELING THIS BOZO IN THE BATHROBE CAN FILL US IN!
HOW RIGHT YOU ARE, MADBALLS!
I, THE GREAT NO-HEART BROUGHT YOUR BUILDING HERE! AND WITH A WAVE OF MY HAND, I'LL MAKE IT [redacted] LIKE A STONE! SHALL I DEMONSTRATE?
NO! WHAT DO YOU WANT?
NOW THAT'S THE RIGHT ATTITUDE! TO SAVE YOUR FRIENDS, YOU SHALL DESTROY CARE-A-LOT!
NOW!
10

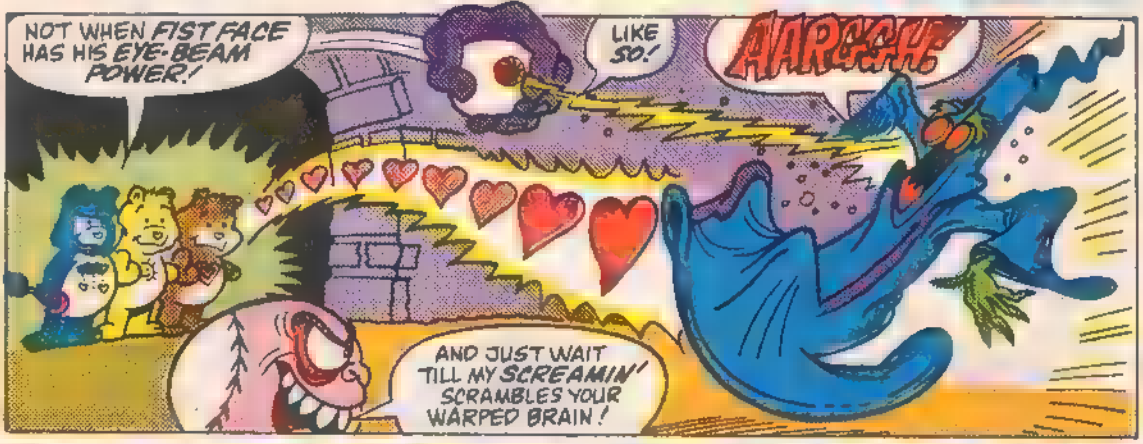
AND, MOMENTS LATER, IN CARE-A-LOT...
GRUMPY, I'D LIKE TO INVITE THE MADBALLS UP HERE FOR A PARTY!
FORGET IT! IF I NEVER SEE A MADBALL AGAIN, IT'LL BE TOO SOON!
BEAR-UP, GRUMPY! IT'S SOONER THAN YOU THINK!
A...M-M-MADBALL!
ALL OF YOU! TO WHAT DO WE OWE THIS HORROR?... ER, HONOR?
SOME GOOFY-LOOKING GOON IN CAP AND GOWN WANTS US TO TRASH YOUR HOME!
NO!!
YEAH...NO! AT LEAST NO IS HIS FIRST NAME!
AFTER THE MADBALLS DESCRIBE THE SITUATION TO THE CARE BEARS...
THAT NO-HEART IS NO GOOD!
BUT I'VE GOT A PLAN THAT'LL STOP HIM!
HE'LL BE SORRY HE MESSED WITH US!
LET'S HUDDLE ON IT!
EYE SECOND THAT.
FIRST, [redacted] THAT SPARE CLOUD WITH THAT SKY HOOK!
I HOPE THESE CARE-[redacted] KNOW WHAT THEY'RE DOING!
THEY SEEM SMART...
YEAH! THEY JUST LOOK WEIRD!
NOW PULL IT OVER [redacted] DIRECTLY UNDER NO-HEART'S THUNDERCLOUD!
THIS IS FUN! DRAGGING THIS CLOUD ACROSS THE SKY LIKE A TUGBOAT!
IT'LL BE MORE FUN GOING [redacted] TO TOW WITH NO-HEART!
YEAH! HOPE HE DOESN'T MIND US BARGE-ING IN!


...AND, IN THE THRONE ROOM OF THE EVIL CASTLE...
AHH! I THINK I'LL JUST SIT HERE AND LISTEN TO THE SWEET SOUND OF CARE-A-LOT FALLING TO PIECES!

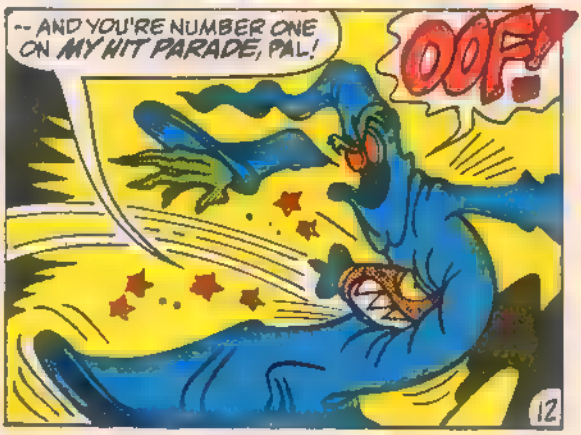

OH, YEAH?! HOW ABOUT LISTENING TO A CARE [illegible] INSTEAD?
EGADS! I'VE BEEN BETRAYED!

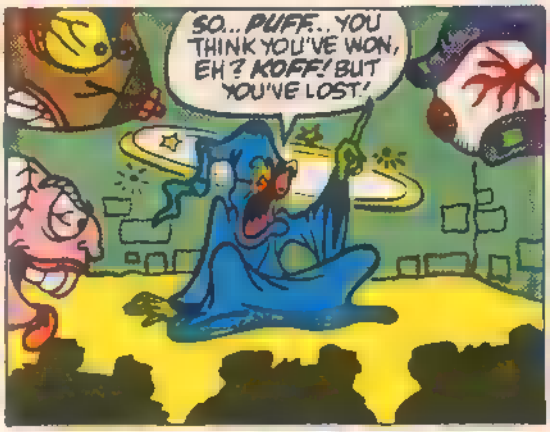

NOW TO HIT HIM WITH A...
...CARE.....BEAR...

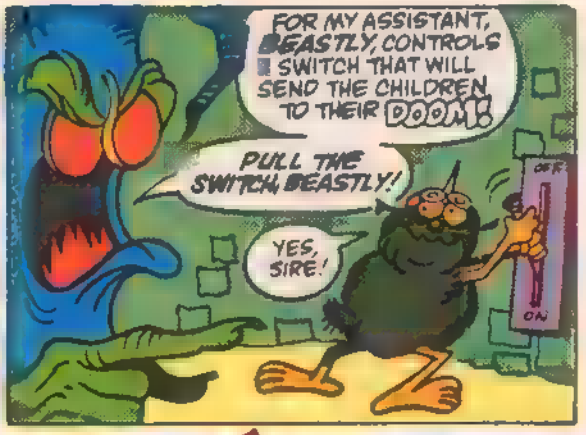

STARE!
YOU FOOLS! YOU THINK YOU CAN GIVE ME NICE FEELINGS?! HAR! I CAN EASILY [illegible] YOUR PUNY ATTACK!

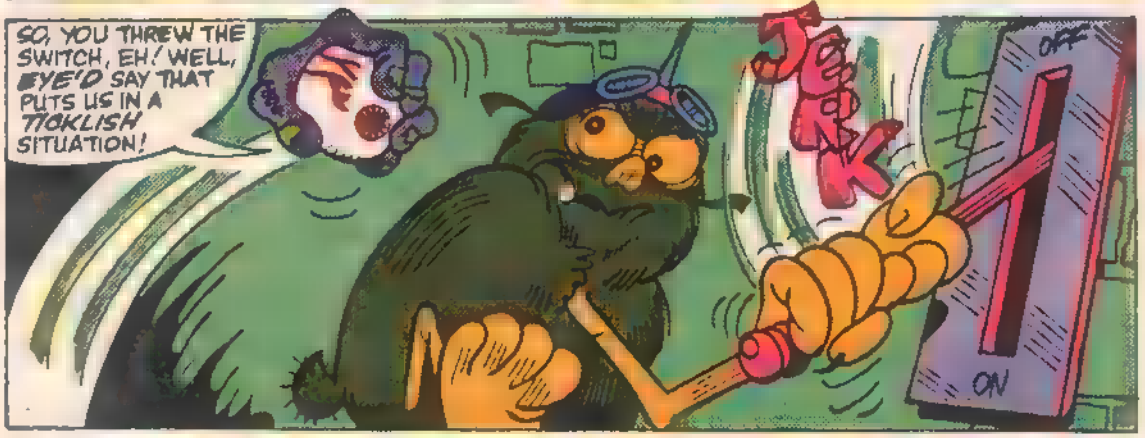

NOT WHEN FIST FACE HAS HIS EYE-BEAM POWER!
LIKE SO!
AARGGH!
AND JUST WAIT TILL MY SCREAMIN' SCRAMBLES YOUR WARPED BRAIN!

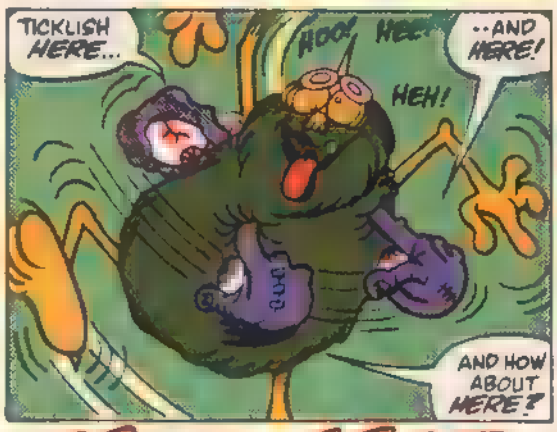
EEE

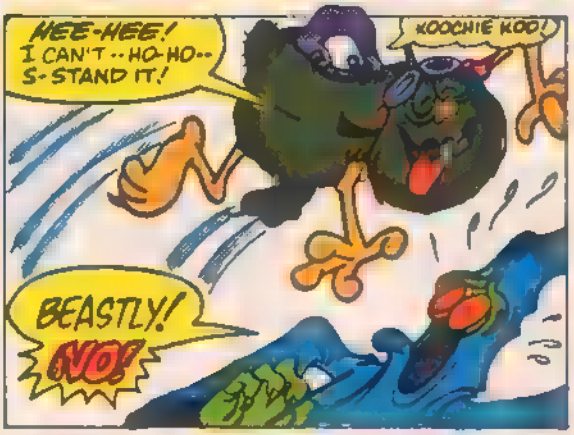

-- AND YOU'RE NUMBER ONE ON MY HIT PARADE, PAL!
OOF!


SO... PUFF.. YOU THINK YOU'VE WON, EH? KOFF! BUT YOU'VE LOST!

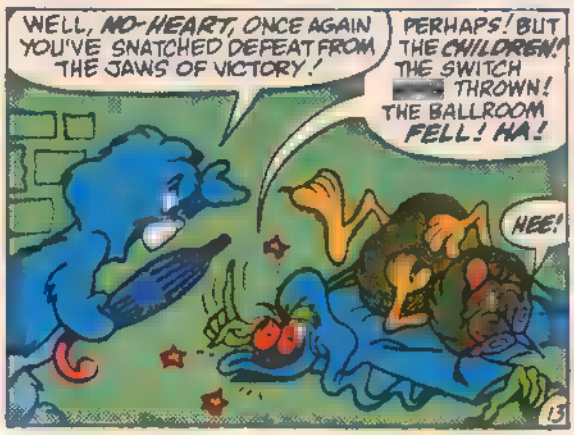

FOR MY ASSISTANT, BEASTLY, CONTROLS A SWITCH THAT WILL SEND THE CHILDREN TO THEIR DOOM!
PULL THE SWITCH, BEASTLY!
YES, SIRE!
OFF
ON


SO, YOU THREW THE SWITCH, EH! WELL, I'D SAY THAT PUTS US IN A TICKLISH SITUATION!
JERK
OFF
ON


TICKLISH HERE...
HOO!
HEE!
HEH!
..AND HERE!
AND HOW ABOUT HERE?

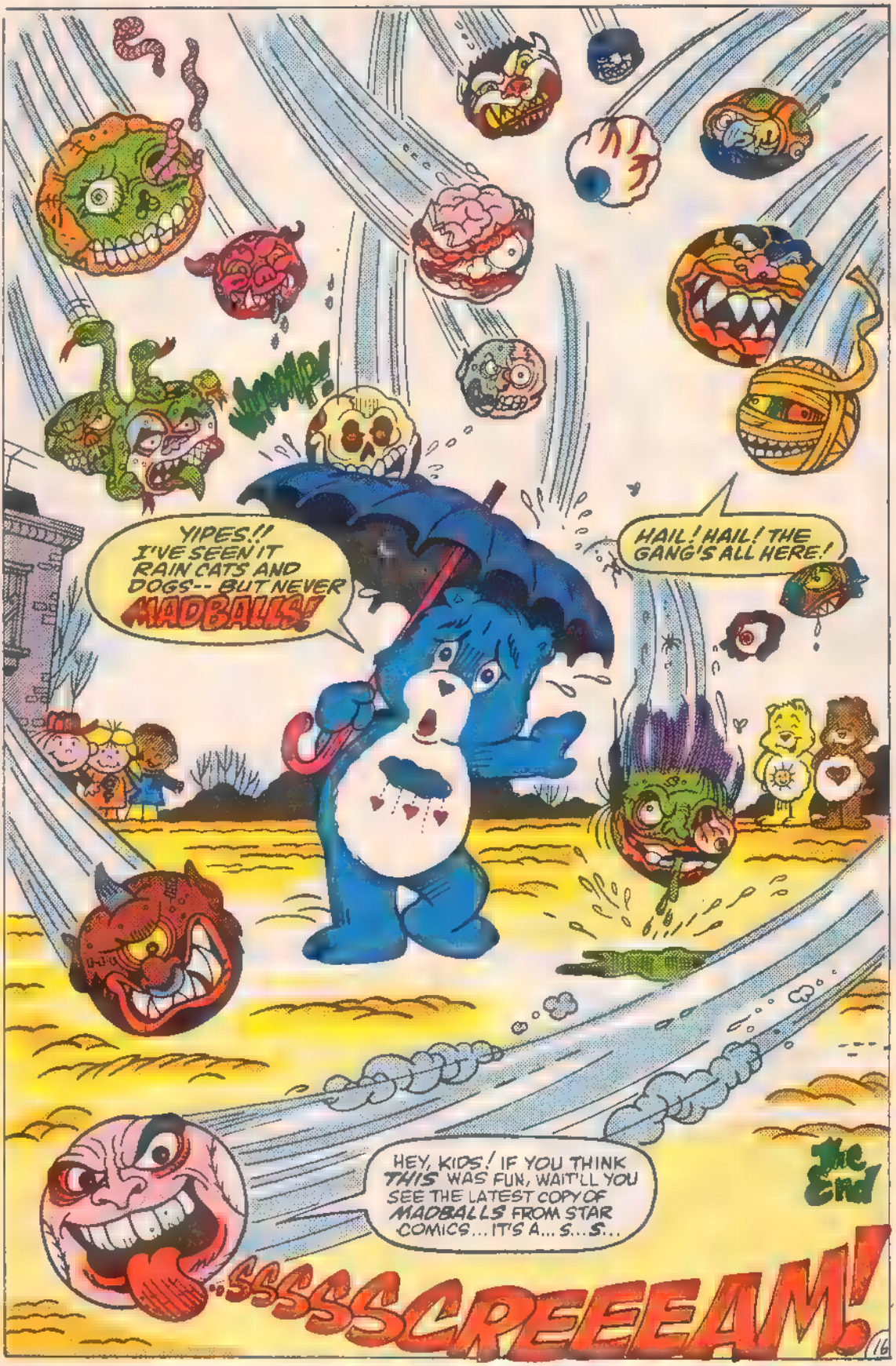

HEE-HEE! I CAN'T -- HO-HO-- S-STAND IT!
KOOCHIE KOO!
BEASTLY! NO!

KLONK!!


WELL, NO-HEART, ONCE AGAIN YOU'VE SNATCHED DEFEAT FROM THE JAWS OF VICTORY!
PERHAPS! BUT THE CHILDREN! THE SWITCH [redacted] THROWN! THE BALLROOM FELL! HA!
HEE!

THE BALLROOM FELL, ALL RIGHT-- BUT RIGHT ONTO A CARE-A-LOT CLOUD THAT THE MADBALLS PUT THERE AS A SAFETY NET!!
FOOP!
WHOMP!
ARAGON BALLROOM
FAILURE AGAIN!! IT'S ALL YOUR FAULT! GET OFF ME, YOU [redacted] OAF!
I... HEE-HEE! ...C-CAN'T! IT TICKLES TOO MUCH! HOO-HAH!!
NICE WORK, MADBALLS!
THAT'S OUR STYLE! WE ALWAYS LEAVE 'EM IN STITCHES!
HOO! HA! HEE! HAW!
SOON...
HEY, TOUCHDOWN TERROR! YOU DON'T HAVE TO HAUL THE WHOLE THING BY YOURSELF! EYE HAVEN'T LIFTED A [redacted] TO HELP!
ME NEITHER!
ARAGON BALLROOM
NO PROBLEM, BOYS! MY FOOTBALL TRAINING MAKES IT EASY! I WAS A PULLING GUARD!

MOMENTS LATER...
A LITTLE TO THE RIGHT, MADBALLS! NO... COME A BIT LEFT! HAIR MORE... AND BACK MORE...
CLOSE ENOUGH, MADBALLS!
YEAH, [redacted] 'ER DOWN, BOYS!
ARAGON BALLROOM
MADBALLS, [redacted] WANT TO PRESENT EACH OF YOU WITH A [redacted] TO [redacted] MEDALLION!
GOSH! THAT BRINGS A [redacted] TO MY EYE!
MAKES ME WANNA SCREAM!
YOU ARE NOW HONORARY MEMBERS OF THE CARE BEAR FAMILY!
...I NOW PRONOUNCE YOU "CAREBALLS"!
GEE, THANKS, FUNSHINE! WE'D CALL YOU "MADBEARS," BUT ONLY ONE OF YOU QUALIFIES FOR THAT TITLE!
HMFF!
WHY DON'T YOU STICK AROUND, CARE BEARS? THE REST OF THE MADBALLS SHOULD ARRIVE ANY MINUTE NOW!
WELL, GRUMPY??
I'M AFRAID NOT! I'M SURE WE'RE IN FOR A REAL [redacted] POUR!
SNAP
YOU'RE RIGHT ABOUT THAT!
-- ONLY NOT THE KIND OF DOWNPOUR YOU'D EXPECT!!
15


YIPES!! I'VE SEEN IT RAIN CATS AND DOGS-- BUT NEVER MADBALLS!
HAIL! HAIL! THE GANG'S ALL HERE!
HEY, KIDS! IF YOU THINK THIS WAS FUN, WAIT'LL YOU SEE THE LATEST COPY OF MADBALLS FROM STAR COMICS... IT'S A... S... S...
The End
SSSSSCREEEAM!

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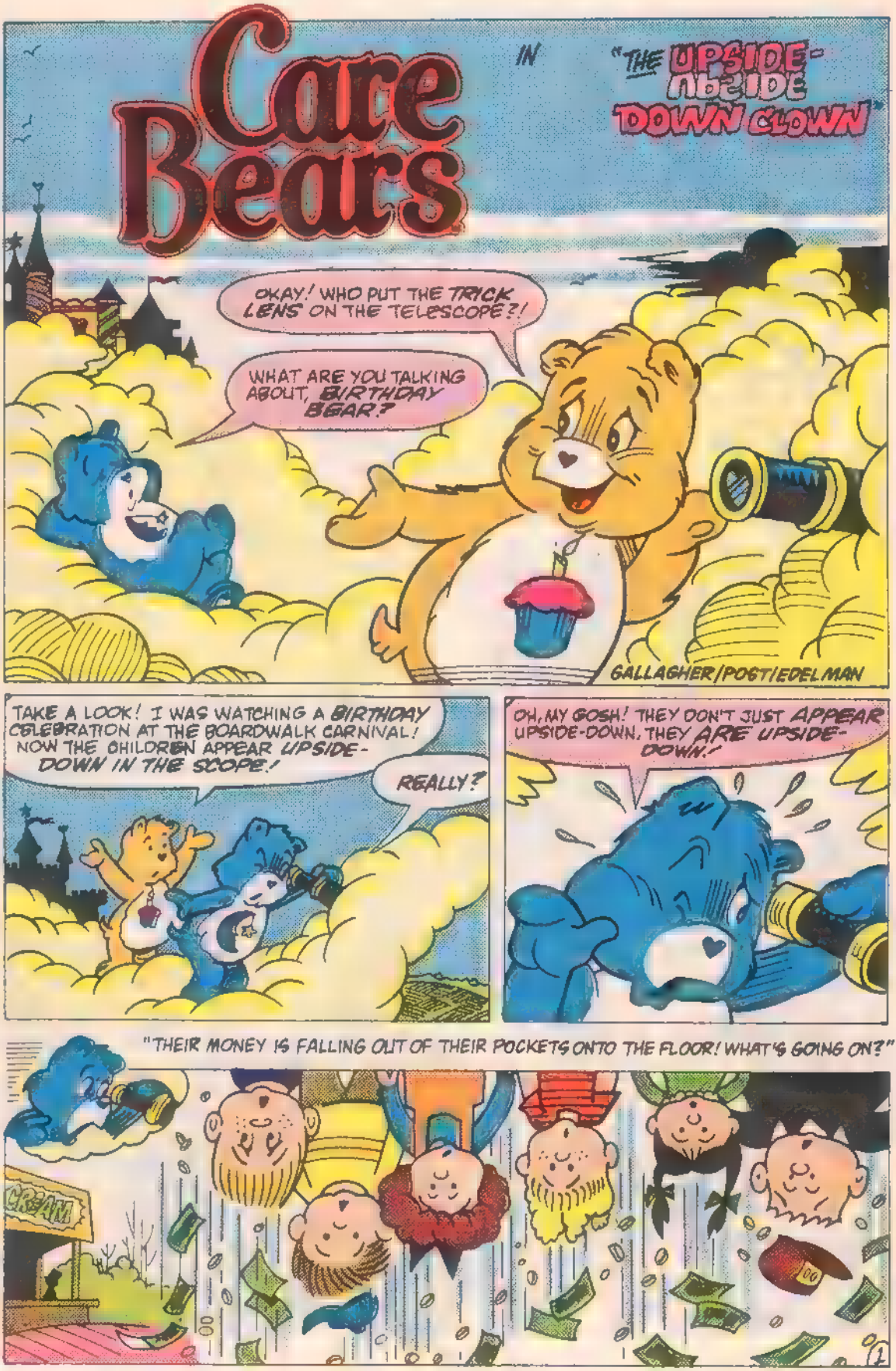
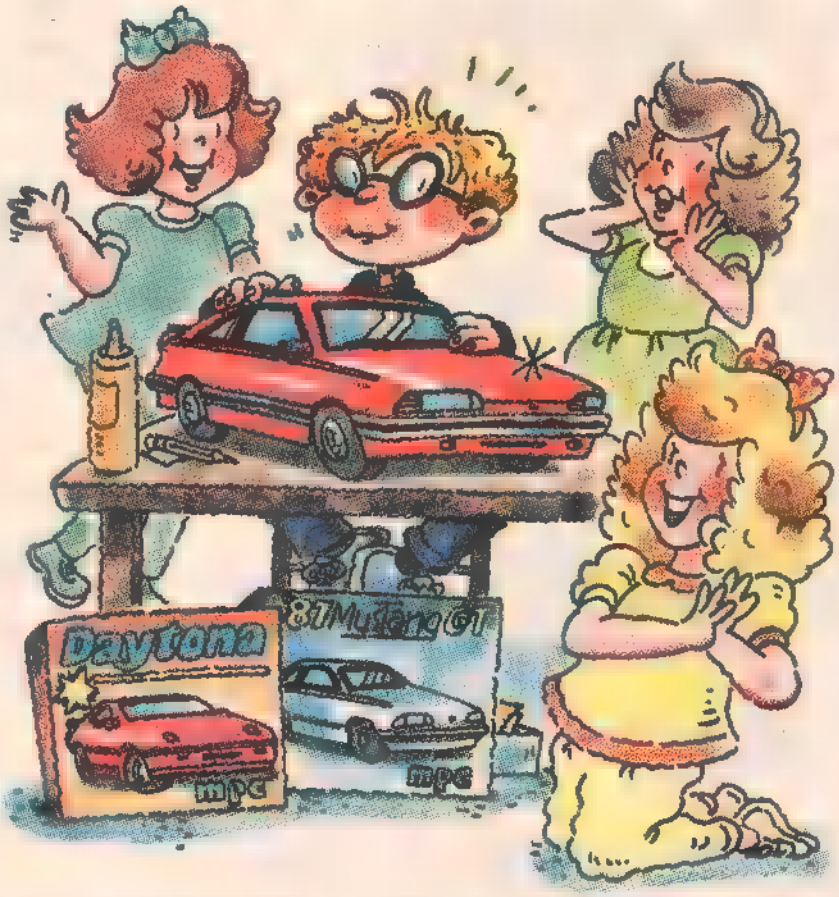

Care Bears
IN
"THE UPSIDE-DOWN CLOWN"
OKAY! WHO PUT THE TRICK LENS ON THE TELESCOPE?!
WHAT ARE YOU TALKING ABOUT, BIRTHDAY BEAR?
GALLAGHER/POST/EDELMAN
TAKE A LOOK! I WAS WATCHING A BIRTHDAY CELEBRATION AT THE BOARDWALK CARNIVAL! NOW THE CHILDREN APPEAR UPSIDE-DOWN IN THE SCOPE!
REALLY?
OH, MY GOSH! THEY DON'T JUST APPEAR UPSIDE-DOWN, THEY ARE UPSIDE-DOWN!
"THEIR MONEY IS FALLING OUT OF THEIR POCKETS ONTO THE FLOOR! WHAT'S GOING ON?"
CREAM

BUILD A REPUTATION.



When you build a model, you build a reputation, too. A reputation for hard work. Care and concentration. Attention to detail.

And when it comes to details, one model company's reputation stands above all the others. MPC. Every MPC model is 100% authentic. Down to the smallest detail.

And MPC has a wide selection of reputable models to choose from. Including their unique line of '87 American High Performance cars, models of the latest cars in production.

Plus, every kit comes with easy-to follow assembly instructions. So you know, when it's finished, your model will look terrific. And a good looking model can earn you a good looking reputation.

Just like the real thing. Only smaller.

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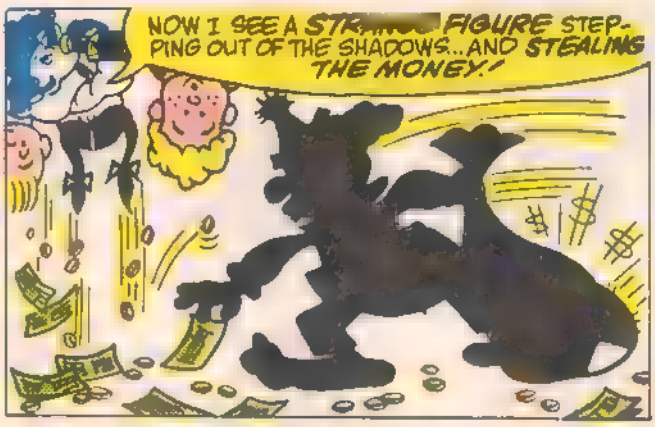
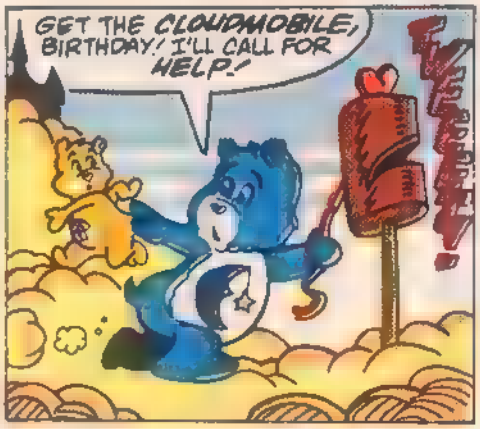
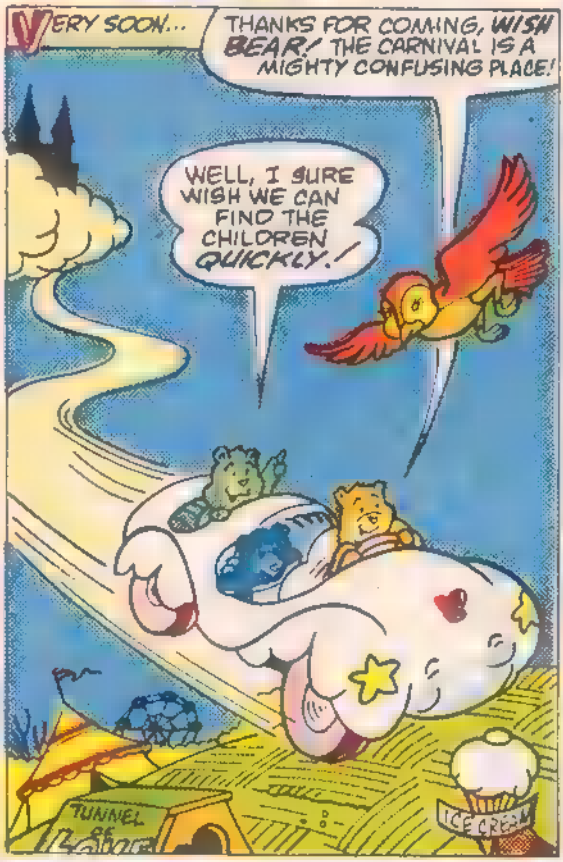
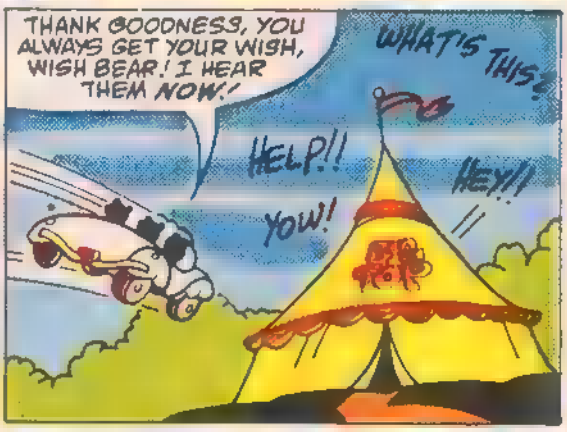
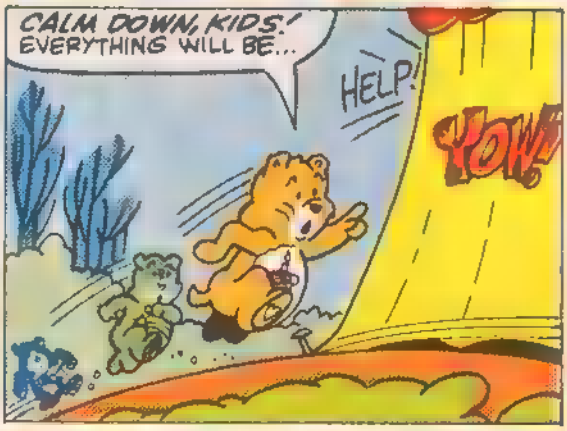
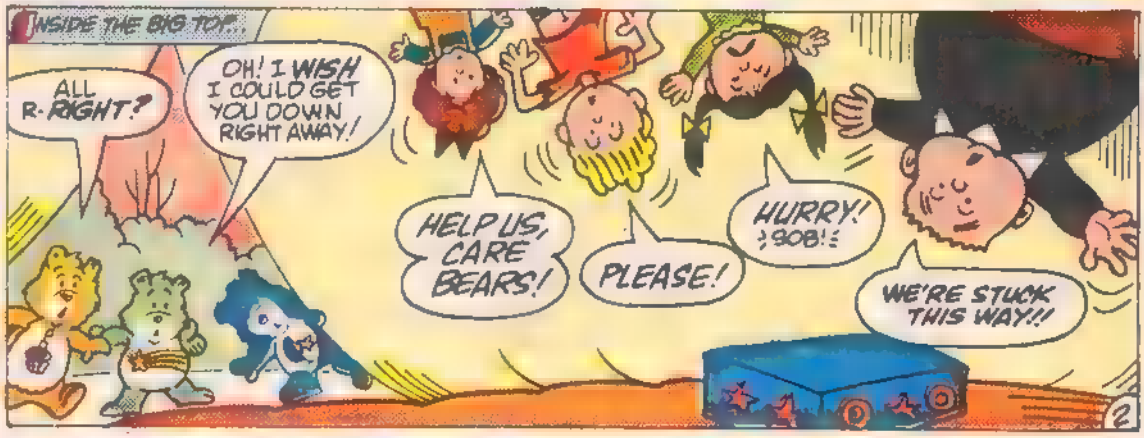

NOW I SEE A STRANGE FIGURE STEPPING OUT OF THE SHADOWS...AND STEALING THE MONEY!

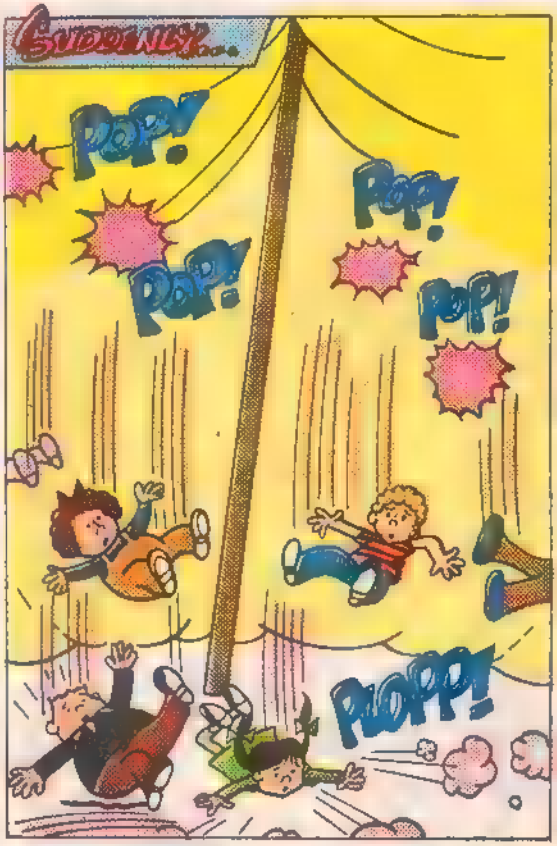

GET THE CLOUDMOBILE, BIRTHDAY! I'LL CALL FOR HELP!

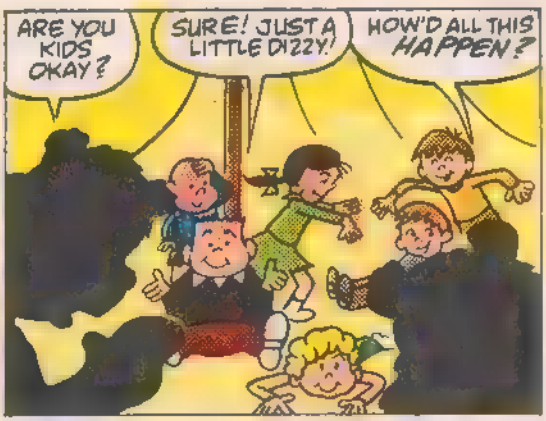

VERY SOON...
THANKS FOR COMING, WISH BEAR! THE CARNIVAL IS A MIGHTY CONFUSING PLACE!
WELL, I SURE WISH WE CAN FIND THE CHILDREN QUICKLY!
TUNNEL OF LOVE
ICE CREAM

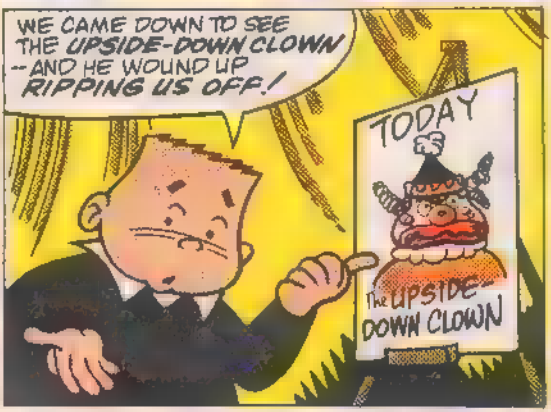

THANK GOODNESS, YOU ALWAYS GET YOUR WISH, WISH BEAR! I HEAR THEM NOW!
WHAT'S THIS?
HELP!!
HEY!!
YOW!

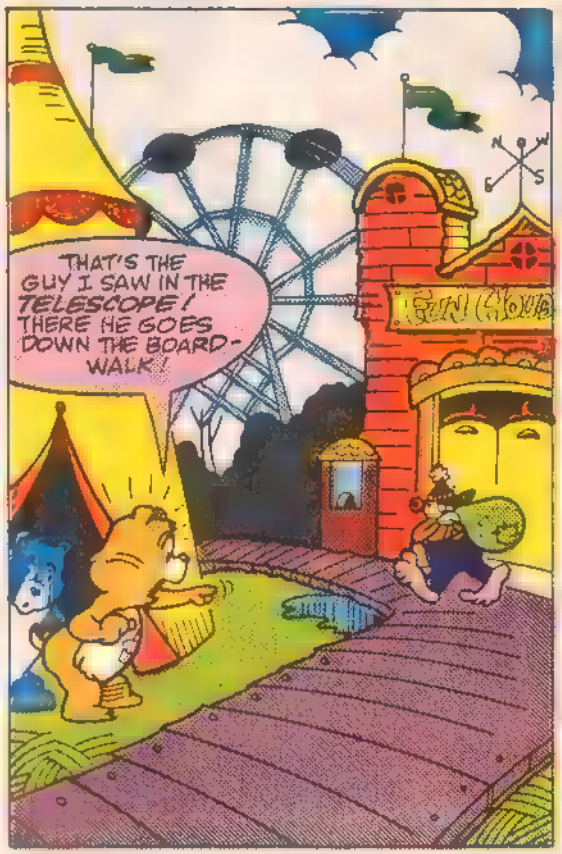

CALM DOWN, KIDS! EVERYTHING WILL BE...
HELP!
YOW!

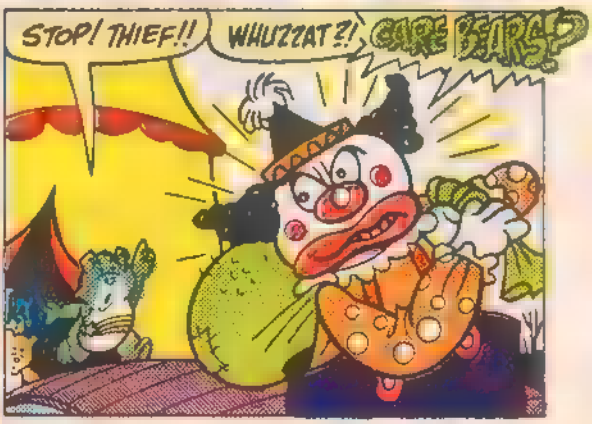

INSIDE THE BIG TOP...
ALL R-RIGHT?
OH! I WISH I COULD GET YOU DOWN RIGHT AWAY!
HELP US, CARE BEARS!
PLEASE!
HURRY! SOB!
WE'RE STUCK THIS WAY!!
2

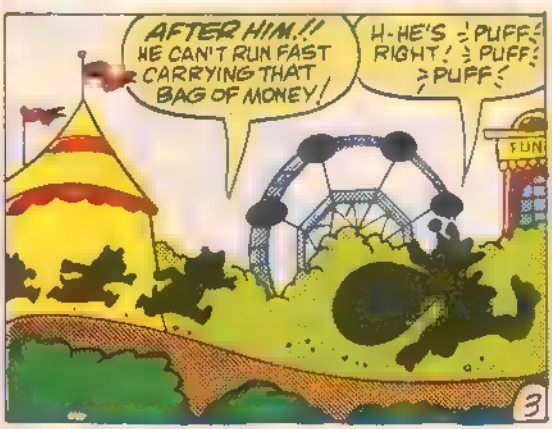

SUDDENLY...
POP!
POP!
POP!
POP!
PLOPPP!

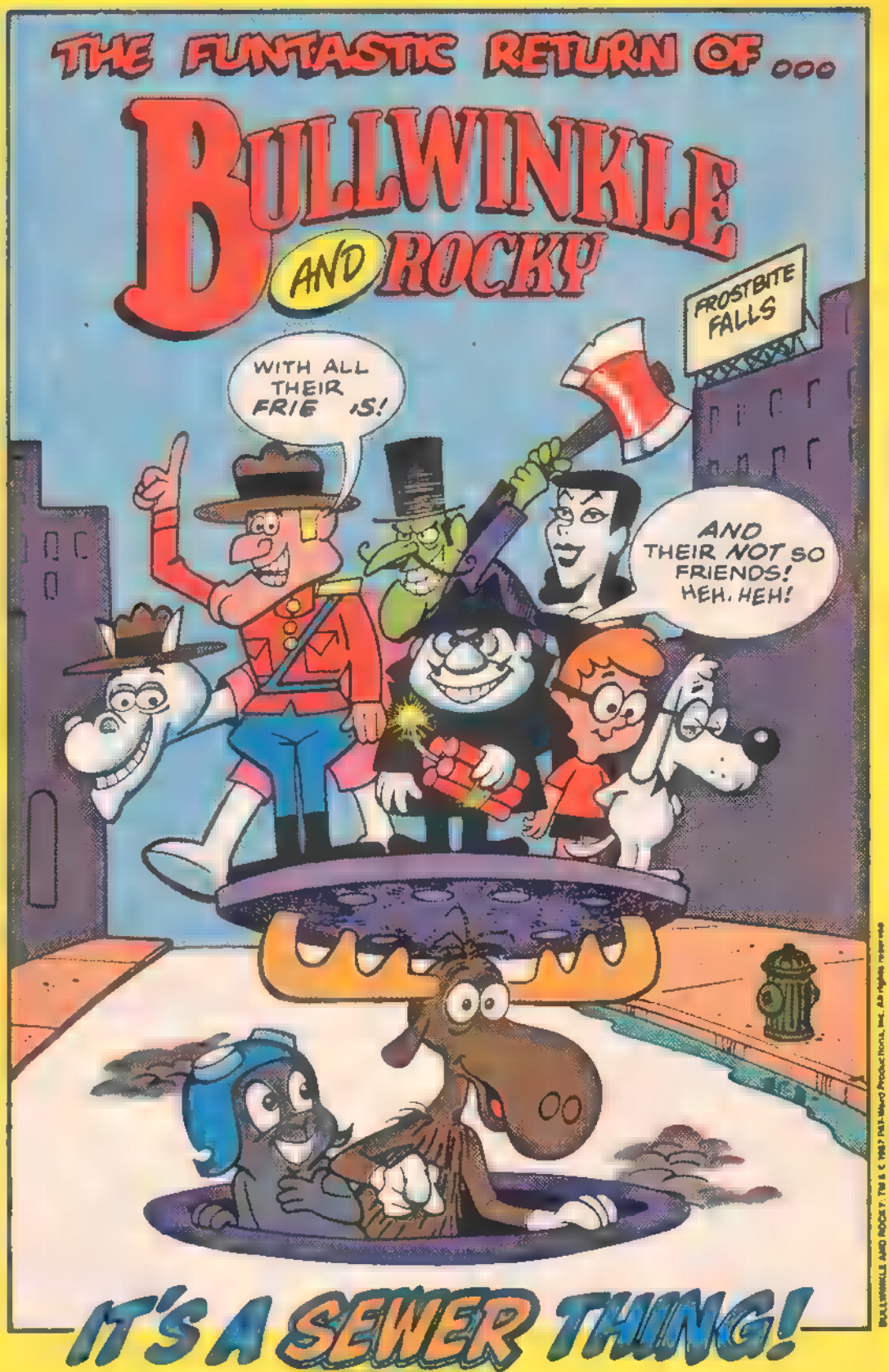

ARE YOU KIDS OKAY?
SURE! JUST A LITTLE DIZZY!
HOW'D ALL THIS HAPPEN?

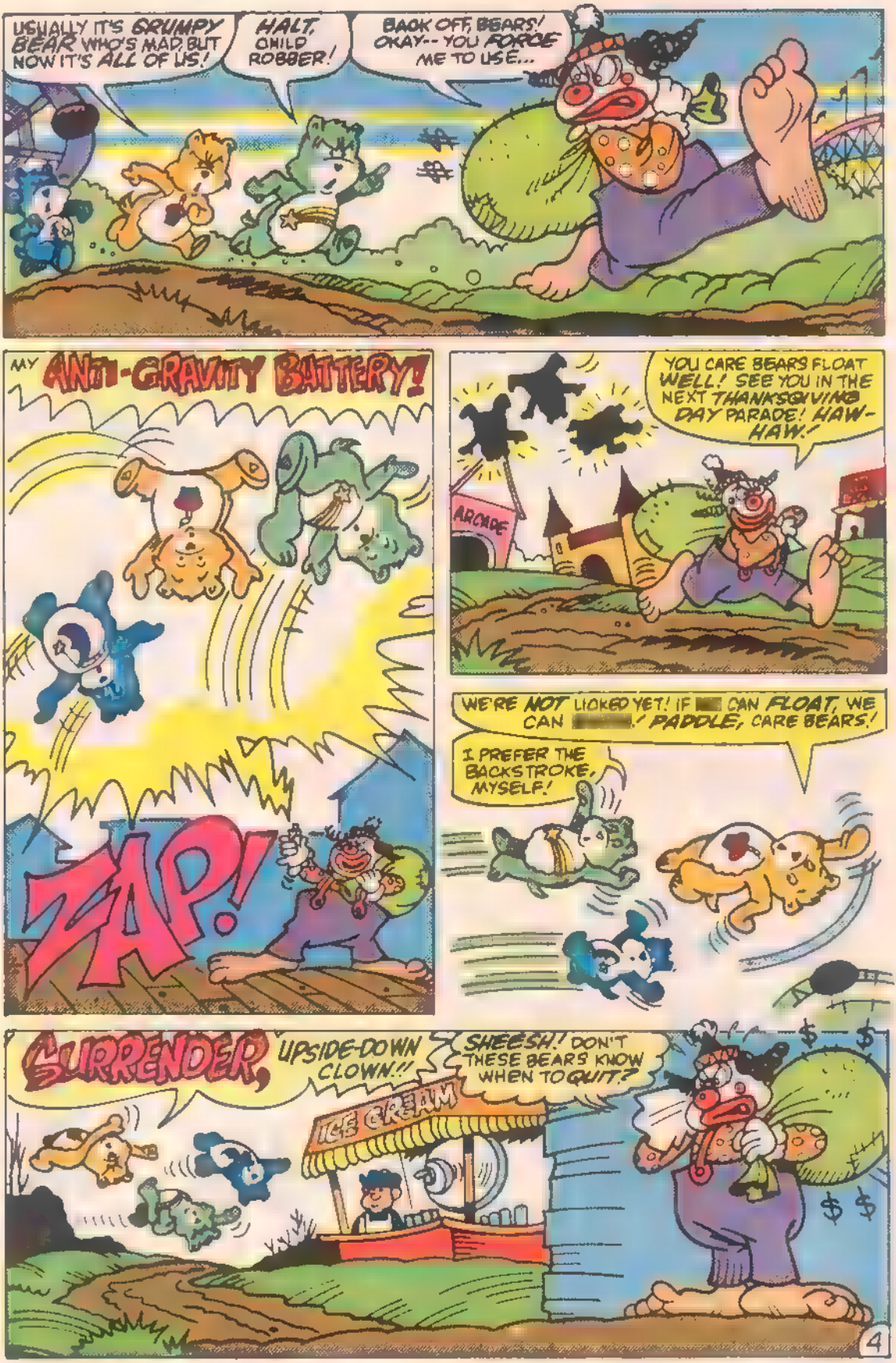

WE CAME DOWN TO SEE THE UPSIDE-DOWN CLOWN --AND HE WOUND UP RIPPING US OFF!
TODAY
The UPSIDE-DOWN CLOWN


THAT'S THE GUY I SAW IN THE TELESCOPE! THERE HE GOES DOWN THE BOARD-WALK!
FUN HOUSE


STOP! THIEF!!
WHUZZAT?!
CARE BEARS?


AFTER HIM!! HE CAN'T RUN FAST CARRYING THAT BAG OF MONEY!
H-HE'S RIGHT! PUFF! PUFF! PUFF!
FUN
3


THE FUNTASTIC RETURN OF...
BULLWINKLE AND ROCKY
FROSTBITE FALLS
WITH ALL THEIR FRIE NS!
AND THEIR NOT SO FRIENDS! HEH. HEH!
IT'S A SEWER THING!


USUALLY IT'S GRUMPY BEAR WHO'S MAD, BUT NOW IT'S ALL OF US!
HALT, CHILD ROBBER!
BACK OFF, BEARS! OKAY-- YOU FORCE ME TO USE...
MY ANTI-GRAVITY BATTERY!
ZAP!
YOU CARE BEARS FLOAT WELL! SEE YOU IN THE NEXT THANKSGIVING DAY PARADE! HAW-HAW!
ARCADE
WE'RE NOT LICKED YET! IF [redacted] CAN FLOAT, WE CAN [redacted]! PADDLE, CARE BEARS!
I PREFER THE BACKSTROKE, MYSELF!
SURRENDER, UPSIDE-DOWN CLOWN!!
SHEESH! DON'T THESE BEARS KNOW WHEN TO QUIT?
ICE CREAM
$ $ $ $

STAR SIGNALS

***** Something incredibly wonderful has happened to me, and I'd like to share it with you. I have been given a new job. Believe it or not it's a job which is even more exciting and more challenging than being the *Executive Editor* of Star Comics! I am now the *Editor in Chief* of all the Marvel and Star Comics! ALL of them! (Wow! I still can't believe it's really true!)

That means I get to read each and every Marvel and Star comic before it gets sent to the printer. I get to see what's happening to guys like *Spider-Man*, *The X-Men*, *Heathcliff*, *Captain America* and the *Care Bears* before anyone else! (Wow!)

If you've been reading this column every month (and shame on you if you haven't), you already know that I've loved Marvel Comics ever since I was eleven years old . . . ever since I read my first two issues of the *Fantastic Four!* (Issues #3 and #4!)

That's when I first knew that I wanted to work in comics. But, more importantly, that's when I first knew that I wanted to work for Marvel Comics!

My dream came true! (Wow!) Even better than I ever imagined. (*Editor in Chief!*)

It's possible for your dreams to come true, too! Of course, you'll have to work hard and just try your best! Take it from me, a lot of effort goes into making a dream come true. It isn't easy . . . but it's worth it!

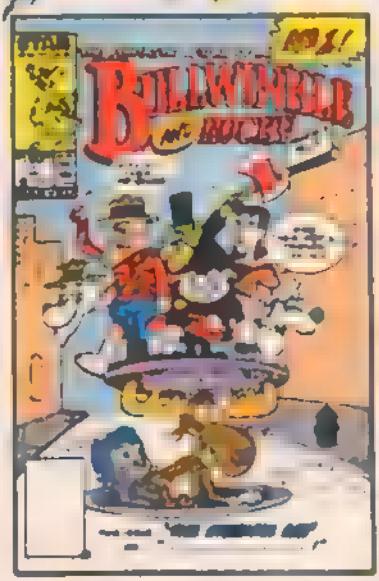
My new job means that I'm going to need your help more than ever! I'll need your letters to tell me when I'm doing right and doing wrong. I'll need your comments to tell me which comics you like and which ones you don't. I'll need you to stand behind me and help keep the dream alive!

But I'm not worried! I know that I can count on you . . . because you love comics too . . . or you wouldn't be here! We share a special bond! A very special dream! We always will!

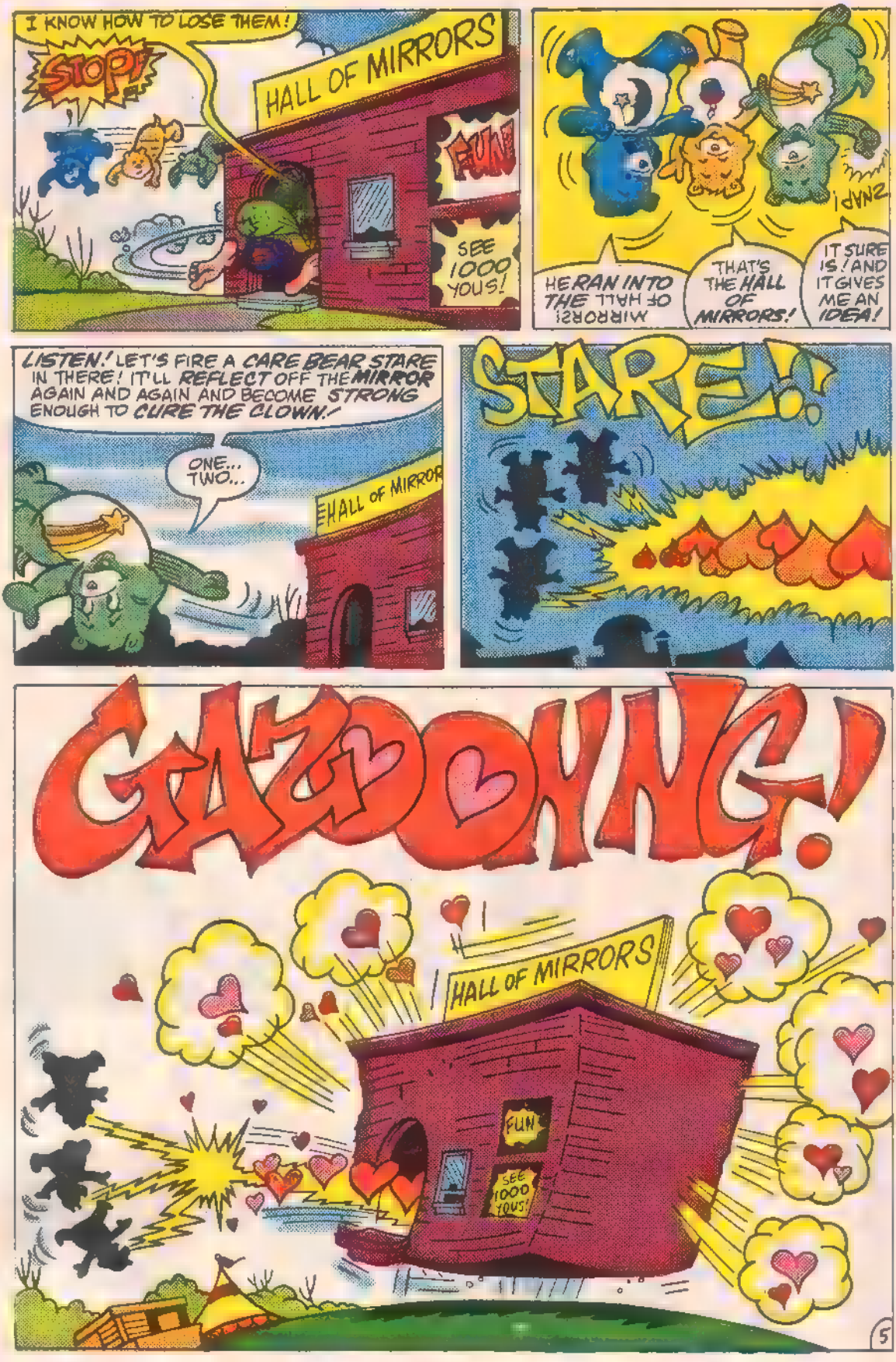
Thanks for being there!

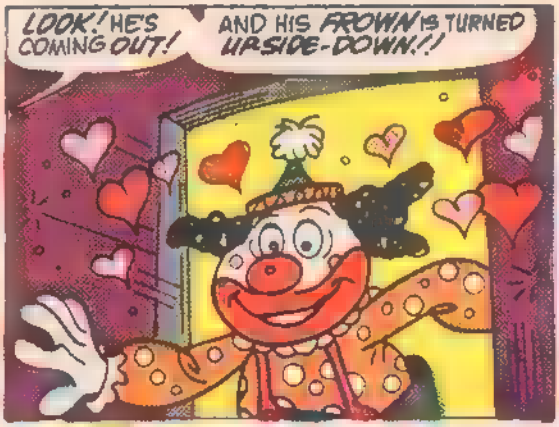
Tom DeFalco
Editor in Chief

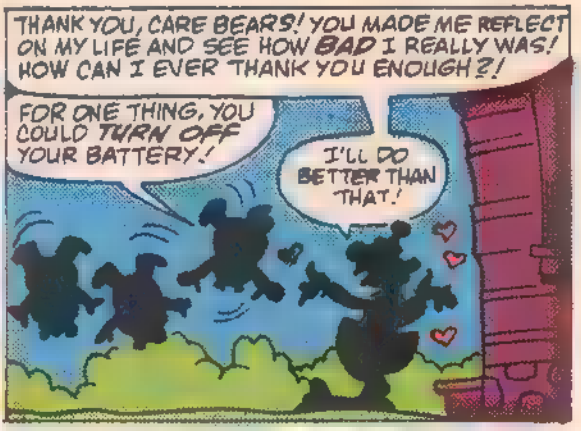
CHECKLIST

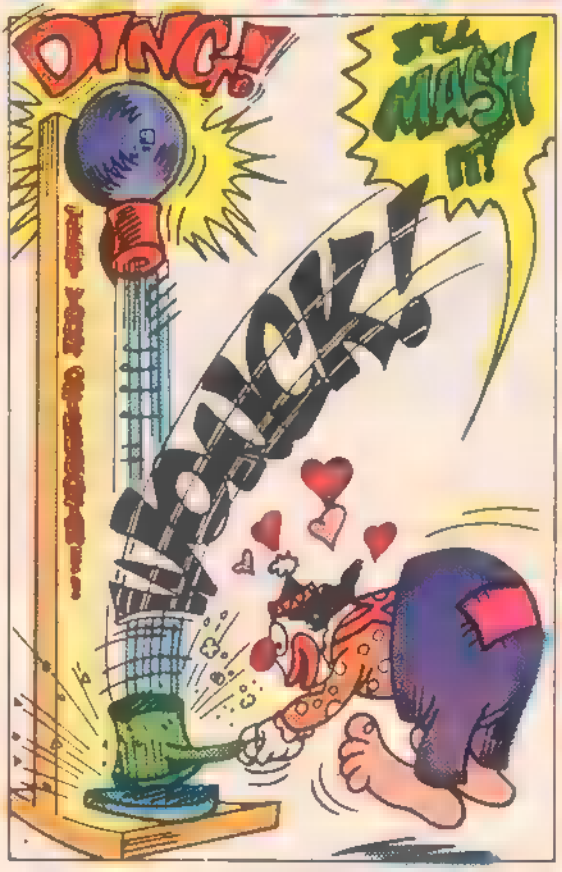


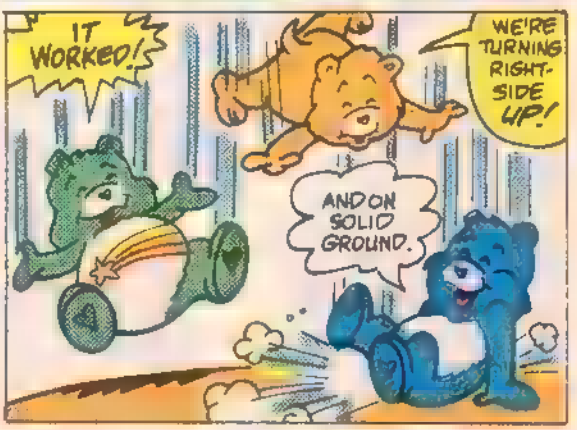
- ☐ **HEATHCLIFF'S FURHOUSE #4** — Heathcliff in the army?!
- ☐ **MASTERS OF THE UNIVERSE #16** — [illegible] were [illegible]
- ☐ **THUNDERCATS #17** — Mumm-Ra turns the Thundercats' dreams into nightmares!
- ☐ **HEATHCLIFF #36** — Meet the *mercat* — half-fish, half-cat!
- ☐ **AIR RAIDERS #1** — The Air Raiders battle injustice on a planet where air is more valuable than gold! You've seen them in the toy stores, you've seen them on TV, and now you can read their thrilling adventures in their own comic book!
- ☐ **VISIONARIES #1** — [illegible] machines have stopped, magic will survive! Now, [illegible] Spectral Knights [illegible] on a quest to reclaim that magic — [illegible] are their deadly enemies, the Darkstone Lords! It's a whole new world of action and adventure and a new line of toys, and the adventure starts here!
- ☐ **MASTERS OF THE UNIVERSE: THE MOTION PICTURE #1** — [illegible] invasion of earth! Can Vaughn, the only one who has a chance of stopping him, [illegible] Hey Man! Will Darth survive? Read this official Marvel movie adaptation to find out!
- ☐ **BULLWINKLE AND ROCKY #1** — Look out, [illegible] return of Bullwinkle and the entire gang! And in this hilarious adventure, [illegible] and Rocky come face-to-face with [illegible] famous foes, Boris Badenov and Natasha. Also: don't miss "Fractured Fairytales"!
- ☐ **MUPPET BABIES #16** — Ever wonder what happens when rocks talk?
- ☐ **CARE BEARS #13** — Meet the Mad Baby! Aargh!

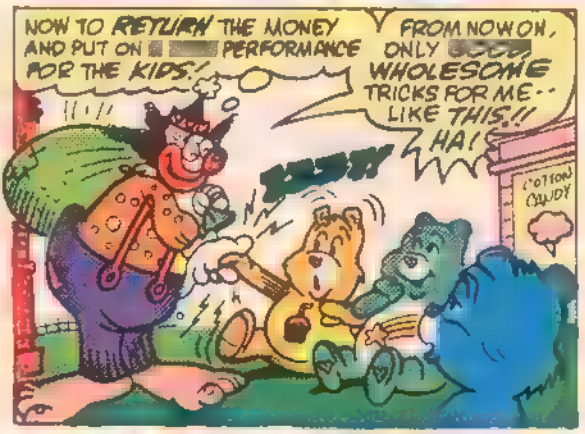

I KNOW HOW TO LOSE THEM!
STOP!
HALL OF MIRRORS
FUN
SEE 1000 YOUS!
ZNAP!
HE RAN INTO THE HALL OF MIRRORS!
THAT'S THE HALL OF MIRRORS!
IT SURE IS! AND IT GIVES ME AN IDEA!
LISTEN! LET'S FIRE A CARE BEAR STARE IN THERE! IT'LL REFLECT OFF THE MIRROR AGAIN AND AGAIN AND BECOME STRONG ENOUGH TO CURE THE CLOWN!
ONE... TWO...
HALL OF MIRROR
STARE!!
GAGGONG!
HALL OF MIRRORS
FUN
SEE 1000 YOUS!
5

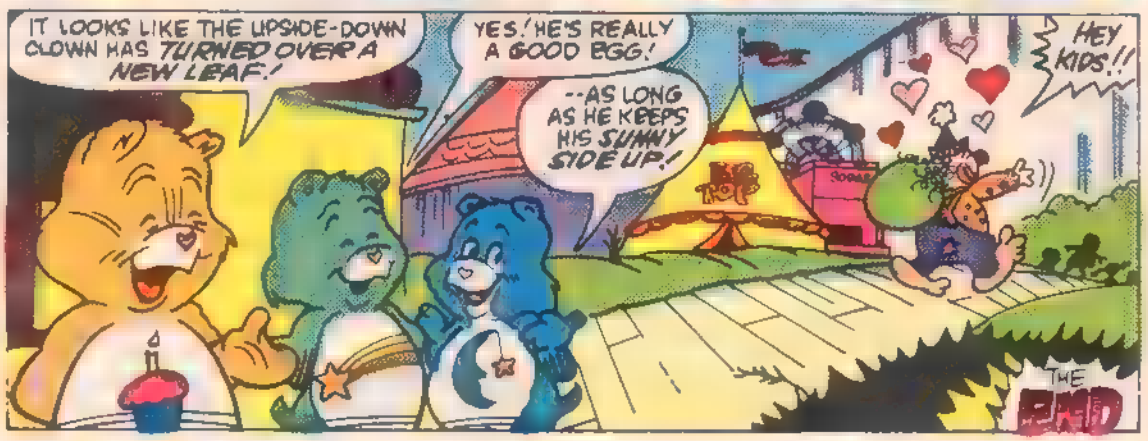

LOOK! HE'S COMING OUT!
AND HIS FROWN IS TURNED UPSIDE-DOWN!!


THANK YOU, CARE BEARS! YOU MADE ME REFLECT ON MY LIFE AND SEE HOW BAD I REALLY WAS! HOW CAN I EVER THANK YOU ENOUGH?!
FOR ONE THING, YOU COULD TURN OFF YOUR BATTERY!
I'LL DO BETTER THAN THAT!


DING!
I'LL MASH IT!
SMACK!


IT WORKED!
WE'RE TURNING RIGHT-SIDE UP!
AND ON SOLID GROUND.


NOW TO RETURN THE MONEY AND PUT ON A PERFORMANCE FOR THE KIDS!
FROM NOW ON, ONLY WHOLESOME TRICKS FOR ME-- LIKE THIS!! HA!
COTTON CANDY


IT LOOKS LIKE THE UPSIDE-DOWN CLOWN HAS TURNED OVER A NEW LEAF!
YES! HE'S REALLY A GOOD EGG!
--AS LONG AS HE KEEPS HIS SUNNY SIDE UP!
HEY KIDS!!
THE END

SID JACOBSON
EDITOR

Bear Facts

LAURA HITCHCOCK
ASSISTANT EDITOR

c/o S.T.A.R. COMICS, 387 PARK AVE. SOUTH, N.Y.C., N.Y. 10016

Dear CARE BEARS,

I liked issue #11 ("The Who-Cares Bears"). I hope No-Heart comes back. I also loved the Who-Cares Bears. I think that they should be the CARE BEARS' arch enemies. When I wrote before, I told you that Grumpy Bear is my favorite. I think he should have his own issue.

Amy Worst
Andover, MN

The Bears care about each other too much to split apart, Amy. If you think Grumpy is grumpy *now*, you should see him when he's separated from his buddies!

Dear CARE BEARS,

All the CARE BEARS are my favorites, especially Love-A-Lot Bear. My brother and sister don't always seem like they care, but I care a lot for them. I am 8 years old going on 9 this year. Hey, Birthday Bear, can you guess when my birthday is? My favorite CARE BEARS comic so far is "The Great Computer Disaster" (issue #9). You know what? After I read the CARE BEARS, I told my brother and sister that I really care for them. CARE BEARS are my favorite thing in the whole world!

Rachael Thrash
Walworth, NY

Glad to hear you care so much for the Bears, Rachael, and for your whole family, too. The Bears (who are experts on this sort of thing) have a message for you . . . "Care-ry on!"

Dear STAR,

Hi! I just read your last issue, #11, and I thought it was the best issue yet! I hope there will be more stories with No-Heart and Beastly. Braveheart Lion is my favorite CARE BEAR Cousin. My big brother's name is Curtis. His favorite Bear is Tenderheart Bear. He loves the CARE BEARS, too. He helped me write this letter. Keep up the good work!

Frankie Condeli
Magnolia, NJ

Thanks for the great letter, Frankie and Curtis. Sounds like you and your brother are experts at caring, too!

Dear STAR,

I am seven years old. I like all the Bears the same. They are like me. I will give you a few examples. Sometimes I am grumpier than Grumpy Bear himself, but I almost always manage to cheer myself up like Cheer Bear does. I think you should write stories about Good Luck Bear's unlucky day and Grumpy Bear's cheerful day.

Becky McNeill
Washington, CT

Not a bad idea, Becky. There is definitely a bit of each of the BEARS in each of us. That's why we enjoy the CARE BEARS comic books so much, don't you agree?

Dear CARE BEARS,

Please come to me every day until I'm a big grown-up. Grumpy Bear please come, too.

Billy Rosencrans
Wheaton, IL

Thanks for the invite, Billy! The Bears can't come every day, you know, 'cuz they're busy in Care-A-Lot. The best we can do right now is bring them to you bi-monthly. It's up to *you* to keep the CARE BEAR spirit going for all the time in between!

(By the way, Grumpy was pleased to be included in your invitation. At least, we *think* he was pleased. He just harrumphed, and said "It'll probably rain!" Good sign, don't you think?)

Dear STAR Comics,

I love the CARE BEARS very much! I am 11 years old and live in the Philippines. I like Wish Bear a lot because he grants wishes. I have many wishes, but I would like for Wish Bear to grant me just one wish. I wish that I'll be a very good girl.

Marivi Cardenas
Quezon City, Philippines

It sounds like that's one wish you could probably grant yourself, Marivi! But, if you need some help, try paying attention to the BEARS a little more carefully and see how they do it. The secret is sharing and caring for people you love . . . and for people who aren't so lovable, too!

Dear STAR Comics,

I am 7 years old. I love CARE BEARS. My favorite character is Tenderheart Bear because he is so smart. My favorite issue was #11. I liked it when Birthday Bear made the cake in the end.

I have to go now. Say goodbye to the Bears.

Juliana Ramos
Yonkers, NY

Cake is everybody's favorite part of almost anything, don't you think, Juliana? It's one of those nice things that makes the bad things bear-able!

Dear CARE BEARS,

Hello, Bears! I really like your comic book. My favorite BEAR is Share Bear and Tenderheart Bear and all the other CARE BEARS, too. How are Baby Hugs and Baby Tugs doing? I like how you grow rainbows and I like your tummy symbols. I like Cheer Bear's symbol because it's a big rainbow. No one cares more than a Bear!

Jennifer Anstie
Abbotsford, BC, Canada

Everyone has a favorite Bear, Jennifer. You have so many, it must mean you care about *all* of them!

(And since you have so much caring to go around, we're betting you'll love the other great STAR titles, too — like HEATHCLIFF, MUPPET BABIES, MADBALLS, FLINTSTONE KIDS and BULLWINKLE & ROCKY!!)

Dear CARE BEARS,

I like Birthday Bear the best. I think he's cute. I like the issue when the people's things in Woe Town start disappearing ("The Mystery of the Disappearing Town," issue #8). Please send me a picture of Birthday Bear. Please tell all the CARE BEARS that I think they're GREAT!!

Agnes Twarog
Worcester, MA

Actually, Agnes, getting a picture of Birthday Bear is easy. Just stop in at your local comic book store and pick up the next issue of CARE BEARS! And, if you get a subscription, the CARE BEARS will come right to your door — you can see Birthday Bear and all the rest without even leaving your house!

Dear STAR,

I like CARE BEARS. They are my favorite STAR comic because they are nice and huggable! My favorite story was "The Green Eyed Monster" (issue #2). My favorite super-STAR is Howard Post, the penciler. I LOVE STAR COMICS!

Lynn Nakamura
Hilo, Hawaii

We agree with you, Lynn, Howie really is heavenly when it comes to drawing the CARE BEARS. But did you know Howie also draws MADBALLS? Take a look — he's really good at that, too!

Dear STAR,

I really like the CARE BEARS. I read their comics as much as I can. My favorite CARE BEARS are Grumpy Bear and Bedtime Bear. I would like to know why the CARE BEARS' cousins are not in the comic books?

Kelley Butler
Newark, NY

Did you read Ish #2, "The Green-Eyed Monster"? All the CARE BEAR Cousins were there to visit. Keep an eye out for the Cousins in future issues, Kelley. You know how relatives are, always dropping in for a surprise visit!

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